Invitation to the 2026 Annual General Meeting of Shareholders

Nation Group (Thailand) Public Company Limited

Monday, April 20 2026, at 4 p.m.

Via electronic means (E-AGM) only

The Company will not provide physical meeting

The registration will start at 2.00 p.m.

- **Attend in person**

  Shareholders will be able to register through the system from April 8, 2026, at 8.30 a.m. to April 20, 2026 until the end of the meeting.

- **Attend in proxy (Recommend to grant proxy to Independent Director)**

  Shareholders shall submit the registration documents to the Company within April 16, 2026 as follows;

  Company Secretary
  Nation Group (Thailand) Public Company Limited
  No.1854 9th Floor, Debaratna Road, Bangna-Tai Sub-District,
  Bangna District, Bangkok 10260

- **Guidelines to attend the 2026 Annual General Meeting of Shareholders**

  The Company would like to ask for the shareholders' Preventive Measures in Enclosure 9

-Translation-

Tuesday, March 31, 2026

Subject : Invitation to the 2026 Annual General Meeting of Shareholders

Attention : Shareholders of Nation Group (Thailand) Public Company Limited

Enclosures :

1. Copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025. (**for consideration of agenda item 2**)
2. Definition of the Independent Directors
3. Roles and Responsibilities of the Audit Committee
4. Rules and Procedures for Nomination of Directors
5. Profiles of the Directors Retiring by Rotation and Nominated for Re-election (**for consideration of agenda item 6**)
6. Profile of the Nominated Candidate to be Appointed as a New Director to Replace the Director Who Does Not Wish to be Re-elected (**for consideration of Agenda Item 7**)
7. Details of Auditors Nominated for 2026 (**for consideration of agenda item 9**)
8. Articles of Association of the Company, Chapter 6: Shareholders' Meeting
9. Guideline for Attending of Electronic Meeting by Inventech Connect
10. Brief Profiles of the Independent Directors for Proxy Appointment
11. Meeting Registration Form and Annual Registration Statement and Annual Report 2025 (Form 56-1 One Report) via QR Code
12. Proxy Form A, Form B, and Form C (or such proxy forms can be downloaded from the Company's website at www.nationgroup.com)
13. Questionnaire Forms for the 2026 Annual General Meeting of Shareholders to be held as an e-meeting
14. Privacy Policy for the 2026 Annual General Meeting of Shareholders

The Board of Directors' Meeting No. 1/2026 of Nation Group (Thailand) Public Company Limited (the **"Company"**) held on February 26, 2026, resolved to convene the 2026 Annual General Meeting of Shareholders to be held on **Monday, April 20, 2026, at 4 p.m., solely via electronic means (e-meeting)** according to the Emergency Decree on Electronic Meetings B.E. 2563 (as amended) and the relevant regulations (if you are unable to attend the e-meeting, the Company recommends that you appoint an independent director as your proxy instead of attending the meeting in person), with the business on the agenda as follows.

Agenda item 1: Message from the Chairman.

Voting: This agenda item is for acknowledgment, so no voting is required.

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Agenda item 2: **To consider and adopt the Extraordinary General Meeting of Shareholders No. 1/2025 held on October 31, 2025.**

Facts and Reasons: The company has prepared the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025, which was held on Friday, October 31, 2025, and has already submitted such minutes of the meeting to the Stock Exchange of Thailand (the "**SET**") within 14 days from the date of the meeting and the Ministry of Commerce within the period as required by law. The Company has also published such minutes on its website at www.nationgroup.com to allow all shareholders to verify the accuracy of the minutes within an appropriate period. In this regard, there was no objection or request for revision by any shareholder, and a copy of such minutes is as shown in Enclosure 1.

Opinion of the Board of Directors: The Board of Directors has viewed that such minutes were prepared with complete accuracy and has deemed it appropriate to propose the same to the 2026 Annual General Meeting of Shareholders for consideration and adoption.

Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 3: **To consider and acknowledge the operating results of the Company for the year 2025.**

Facts and Reasons: The Company has summarized the operating results and significant changes in 2025 in the Annual Registration Statement and Annual Report 2025 (Form 56-1 One Report) under the section "Part 1 Business Operations and Results", the details of which are as shown in the Annual Registration Statement and Annual Report 2025 (Form 56-1 One Report) and made available to the shareholders via the QR Code as shown in Enclosure 11.

Opinion of the Board of Directors: The Board of Directors has considered and deemed it appropriate to propose the Company's operating results for the year 2025 to the 2026 Annual General Meeting of Shareholders for consideration and acknowledgement.

Voting: This agenda item is for acknowledgment, so no voting is required.

Agenda item 4: **To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2025.**

Facts and Reasons: To comply with Section 112 of the Public Limited Companies Act B.E. 2535 (as amended) (the "**Public Limited Companies Act**") and Article 39 of the Articles of Association of the Company, which require the Board of Directors to arrange for the preparation of the financial position and statement of comprehensive income, and auditor's report, as well as the annual report of the Board of Directors as of the last date of the fiscal year of the Company in order to propose the same to the annual general meeting of shareholders for consideration and approval.

The Company has prepared its separate financial statements and the consolidated financial statements of the Company and its subsidiaries for the fiscal year ended December 31, 2025, which have been

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audited by the Company's auditor that is a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors to be in line with the financial reporting standards as detailed in the Annual Registration Statement and Annual Report 2025 (Form 56-1 One Report) under the section "Part 3 The Financial Statements", made available to the shareholders via the QR Code as shown in Enclosure 11.

Opinion of the Board of Directors: The Board of Directors has considered and deemed it appropriate to propose the statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2025, which have been audited by the Company's auditor that is a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors, to the 2026 Annual General Meeting of Shareholders for consideration and approval.

Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 5: To consider and approve the non-allocation of the net profit as legal reserve and the omission of dividend payments for the operating results of the year 2025.

Facts and Reasons: To comply with Section 115 of the Public Limited Companies Act and Article 42 of the Articles of Association of the Company, which prohibit the payment of dividends from any source other than profits, as well as Section 116 of the Public Limited Companies Act and Article 40 of the Articles of Association of the Company, which require the Company to allocate a portion of the annual net profit as a reserve fund of not less than 5 percent of the annual net profit less accumulated losses carried forward (if any) until this reserve fund is at least 10 percent of the registered capital.

The Company has a policy to pay dividends of not more than 65 percent of the net profit from the Company's separate financial statements, subject also to the investment plan, necessity, and other appropriate reasons in the future under the condition that the foregoing is in the best interest of the shareholders.

As for the operating results for 2025, the Company recorded a net loss of 150.66 million Baht in the consolidated financial statements and 152.16 million Baht in the separate financial statements. Furthermore, the Company had a retained loss of 4,247.74 million Baht according to the consolidated financial statements and 4,246.49 million Baht according to the separate financial statements. Therefore, the Company is unable to allocate its net profit as legal reserve or pay dividends for the operating results of the year 2025.

Opinion of the Board of Directors: The Board of Directors has considered and deemed it appropriate to propose the non-allocation of net profit as legal reserve and the suspension of dividend payments for the operating results of the year 2025 due to the Company's retained loss to the 2026 Annual General Meeting of Shareholders for consideration and approval.

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Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 6: To consider and approve the re-election of directors to replace those retiring by rotation.

Facts and Reasons: To comply with Section 71 of the Public Limited Companies Act and Article 15 of the Articles of Association of the Company, which requires that one-third of the directors must retire from office at every annual general meeting of shareholders. If the number of directors cannot be divided into three parts, then the number of directors closest shall retire where the retiring directors may be re-elected into office.

At present, the Company has eight directors, where three directors retiring by rotation at the 2026 Annual General Meeting of Shareholders are as follows:

1. Mr. Marut Arthakaivalvatee	Position	Director and Chairman of the Board of Directors
2. Mr. Shine Bunnag	Position	Director, Vice Chairman of the Board of Directors (1st), Chairman of the Executive Committee and Chief Executive Officer
3. Mr. Apivut Thongkam	Position	Independent Director and Chairman of The Audit Committee

In this regard, the Nomination and Remuneration Committee (by disinterested members), having carefully scrutinized and considered the qualifications of the three directors retiring by rotation at the 2026 Annual General Meeting of Shareholders in accordance with the rules and procedure for nomination of directors, has viewed that these three candidates had the knowledge, experience, and skills that would be beneficial to the Company's operations, that they possessed the qualifications suitable for the Company's business operations, that they had the qualifications and did not have any prohibited characteristics as prescribed by the Public Limited Companies Act and the Securities and Exchange Act B.E. 2535 (as amended), as well as the relevant notifications. In addition, the candidate nominated as the independent director was qualified in line with the definition of independent directors of the SET and the Company, as well as the relevant law and regulations of the Office of the Securities and Exchange Commission (the "**SEC Office**"), and can provide their opinions independently in accordance with the relevant guidelines and no independent director has held the position of independent director of the company for more than nine years. However, as Mr. Marut Arthakaivalvatee, Director and Chairman of the Board of Directors, has expressed his intention not to seek re-election. Therefore, it was appropriate to propose the re-election of the two directors retiring by rotation, namely Mr. Shine Bunnag and Mr. Apivut Thongkam, to hold office on the Board of Directors and the sub-committees for another term to the 2026 Annual General Meeting of Shareholders for consideration and approval.

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In this regard, the profiles of directors retiring by rotation and nominated for re-election are as shown in Enclosure 5.

The Company provided an opportunity for the shareholders to nominate candidates for consideration and election as directors of the Company in advance through the Company's website from October 31, 2025, to December 30, 2025; however, no shareholders nominated any candidates for consideration and election as directors of the Company.

Opinion of the Board of Directors: The Board of Directors (by disinterested members), having considered and concurred with the recommendation of the Nomination and Remuneration Committee, has considered and deemed it appropriate to propose the re-election of the two directors retiring by rotation to hold office on the Board of Directors and the sub-committees for another term to the 2026 Annual General Meeting of Shareholders for consideration and approval as follows:

1. Mr. Shine Bunnag	Position	Director, Vice Chairman of the Board of Directors (1st), Chairman of the Executive Committee and Chief Executive Officer
2. Mr. Apivut Thongkam	Position	Independent Director and Chairman of The Audit Committee

Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes. (As for the election of directors to replace those retiring by rotation in the year 2026, the Company will propose each candidate to the meeting for consideration and approval.)

Agenda item 7: To consider and approve the appointment of a new director replacing the director who retires by rotation and does not wish to renew the term.

Facts and Reasons: Continued from Agenda Item 6, Mr. Marut Arthakaivalvatee, who serves as a director and Chairman of the Board of Directors and who is due to retire by rotation at the 2026 Annual General Meeting of Shareholders, has expressed his intention not to be re-elected for another term. In this regard, the Nomination and Remuneration Committee has considered and nominated a person with suitable qualifications, knowledge, abilities, experience, and expertise beneficial to the Company's operations. The nominated person also possesses qualifications and does not have any prohibited characteristics under the Public Limited Companies Act and the Securities and Exchange Act B.E. 2535 (including its amendments), as well as related notifications. Thus, the Committee deems it appropriate to propose the appointment of Mr. Kamonpop Veerapala as a new director, replacing the retiring director who does not wish to be re-elected, for consideration and approval by the 2026 Annual General Meeting of Shareholders.

Opinion of the Board of Directors: The Board of Directors has considered and agreed with the recommendation of the Nomination and Remuneration Committee. It is deemed appropriate to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the appointment of 1

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new director, namely Mr. Kamonpop Veerapala, to replace the director who does not wish to be re-elected as mentioned in Agenda Item 6. The profile of the new director is shown in Enclosure 6.

Furthermore, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the authorization of the authorized directors of the Company and/or persons designated by the authorized directors to file for the registration and amendment of directors as detailed above with the Department of Business Development, Ministry of Commerce. This includes the authority to take any necessary and relevant actions as deemed appropriate, and to comply with laws, regulations, and interpretations of relevant government agencies, as well as advice or orders of the registrar or officers, to successfully complete the registration process.

Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 8: To consider and approve the determination of remuneration of the Company's directors and sub-committees for the year 2026.

Facts and Reasons: To comply with Section 90 of the Public Limited Companies Act and Article 20 of the Articles of Association of the Company, which provide that the directors are entitled to receive remuneration from the Company where the shareholders' meeting may determine such remuneration in a fixed amount or set criteria for the same and may fix such remuneration for a limited period from time to time or for an indefinite period until changes are made.

The Company has a policy for its Nomination and Remuneration Committee to consider and screen director candidates for further nomination and consider the remuneration of directors. The Nomination and Remuneration Committee has considered with great care and transparency, has taken into account various factors as appropriate, i.e., the Company's performance, size of the Company's business, business expansion, and suitability of the duties and responsibilities of the Board of Directors and the sub-committees, and has compared the same with those in the same industry, as well as the average remuneration of other businesses with a similar size. Therefore, it was appropriate to propose the determination of remuneration of the Company's directors for 8 persons and sub-committees for the year 2026 in the amount of 2,200,000 Baht where such remuneration shall be paid quarterly (excluding meeting allowances that shall be paid per meeting to the Nomination and Remuneration Committee and the Corporate Governance and Sustainability Committee, as the said sub-committees shall not be entitled to receive annual remuneration or any other benefits apart from such meeting allowances) to the 2026 Annual General Meeting of Shareholders for consideration and approval, the details of which are as follows:

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Position	Remuneration		Unit
	2026 (Proposed Year)	2025	
Annual Remuneration (Paid in every quarter)			
Chairman of the Board of Directors	**400,000**	400,000	Baht/person/year
Chairman of the Audit Committee	**400,000**	400,000	Baht/person/year
Members of the Audit Committee	**300,000**	300,000	Baht/person/year
Non-Executive Directors	**200,000**	200,000	Baht/person/year
Executive Directors	**200,000**	200,000	Baht/person/year
Meeting Allowances (Paid per meeting)			
Chairman of the Nomination and Remuneration Committee	**20,000**	20,000	Baht/person/meeting
Members of the Nomination and Remuneration Committee	**10,000**	10,000	Baht/person/meeting
Chairman of the Corporate Governance and Sustainability Committee	**20,000**	20,000	Baht/person/meeting
Members of the Corporate Governance and Sustainability Committee	**10,000**	10,000	Baht/person/meeting
Other benefits	**None**	None	

Opinion of the Board of Directors: The Board of Directors, having considered and concurred with the recommendation of the Nomination and Remuneration Committee, has considered and deemed it appropriate to propose the determination of remuneration of the Company's directors and sub-committees for the year 2026 total of 8 persons in the amount of 2,200,000 Baht where such remuneration shall be paid quarterly (excluding meeting allowances that shall be paid per meeting to the Nomination and Remuneration Committee and the Corporate Governance and Sustainability Committee, as the said sub-committees shall not be entitled to receive annual remuneration or any other benefits apart from such meeting allowances) to the 2026 Annual General Meeting of Shareholders for consideration and approval.

Voting: The resolution for this agenda item requires a vote of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

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Agenda item 9: **To consider and approve the appointment of the auditors and the determination of remuneration of the auditors for the year 2026.**

Facts and Reasons: To comply with Section 120 of the Public Limited Companies Act and Article 46 of the Articles of Association of the Company, which provide that the annual general meeting of shareholders must appoint an auditor and determine the audit fee of the Company every year where any existing auditor may be re-appointed.

The Audit Committee, having considered the qualifications and working experience of the auditors, has selected the auditors for the year 2026 and proposed them to the Board of Directors' meeting for consideration. The Board of Directors has resolved to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval the appointment of the auditors from EY Office Company Limited, an audit firm with independence and expertise in auditing, as the auditors of the Company for the year 2026, where any of the following auditors shall audit and provide an opinion on the Company's financial statements for the fourth consecutive year, as follows:

1.	Mr. Pornanan Kitjanawanchai	CPA Registration No. 7792, and/or (being the Company's auditor for 3 years and signing the Company's Financial Statements for 3 years)
2.	Mr. Kittiphan Kiatsompop	CPA Registration No. 8050, and/or (being the Company's auditor for 3 years, but never signed the Company's Financial Statements)
3.	Mr. Chatchai Kasemsrithanawat	CPA Registration No. 5813 (being the Company's auditor for 3 years, but never signed the Company's Financial Statements)

Details of the auditors nominated for the year 2026 are as shown in Enclosure 7.

In the event that the auditors named above are unable to perform their duties, EY Office Company Limited may appoint any of its other auditors who are qualified to audit the Company to act as the Company's auditor and express an opinion on the Company's financial statements on behalf of those auditors.

In addition, the three auditors have no relationship or interests with the Company, its subsidiaries, executives, major shareholders or any related parties thereof. Therefore, they would be able to independently audit and provide an opinion on the financial statements of the Company. Their performance has also been satisfactory, and none of them has performed their duties to audit, review or express an opinion on the Company's financial statements for more than seven years. Therefore, the said auditors possess the qualifications as required by the relevant law and regulations.

Moreover, the Board of Directors has deemed it appropriate to propose the determination of remuneration of the auditors of the Company and its subsidiaries, totaling 10 companies, for the year

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2026 in the amount of 5,500,000 Baht to the 2026 Annual General Meeting of Shareholders for consideration and approval, the details of which are as follows:

Detail	Renumeration of the Auditors		Increase (Decrease)
	2026 (Proposed Year)	2025	
Number of companies	**10 companies**	10 companies	-
Audit fee for the Company and its subsidiaries	**5,500,000 Baht**	5,700,000 Baht	(200,000) Baht
Non-audit fee	**None**	None	-

As for other service fees, the Company and its subsidiaries did not receive any other services from the audit firm that the auditors are affiliated with, or any person or business related to the auditors and the audit firm that the auditors are affiliated with in the previous year.

Opinion of the Board of Directors: The Board of Directors, having considered and concurred with the recommendation of the Audit Committee, has considered and deemed it appropriate to propose the appointment of the auditors from EY Office Company Limited as the auditors of the Company and its subsidiaries and the determination of remuneration of the auditors as detailed above to the 2026 Annual General Meeting of Shareholders for consideration and approval.

Voting: The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

Agenda item 10: To consider and approve the reduction of the Company's registered capital by 4,995,788,033.21 Baht (from 14,373,495,278.89 Baht to 9,377,707,245.68 Baht) by cancelling 9,426,015,157 unissued registered ordinary shares with a par value of 0.53 Baht per share, and the amendment to Clause 4 of the Memorandum of Association to align with the reduction of the Company's registered capital.

Facts and Reasons: According to Section 140 of the Public Limited Companies Act B.E. 2535 (including its amendments), which provides that "The meeting of shareholders may pass a resolution to reduce the capital by canceling the registered shares which cannot be sold or have not yet been issued. After the meeting has passed the resolution, the company shall apply for registration of the capital reduction within fourteen days from the date on which the meeting passed the resolution." Therefore, the Company needs to reduce its registered capital by canceling 9,426,015,157 unissued ordinary shares, which consist of 2,711,967,475 shares remaining from the exercise of warrants (NATION-W4) allocated to the existing shareholders who subscribed for the newly issued ordinary shares of the Company (expired on November 26, 2025), and 6,714,047,682 shares remaining from the issuance and offering of newly issued ordinary shares to the existing shareholders on a pro rata basis (Rights Offering). The reduction of the Company's registered capital by canceling unissued

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ordinary shares will not affect the paid-up capital and the number of the paid-up shares of the Company.

In addition, to be consistent with the capital reduction mentioned above, the Company must amend Clause 4 of the Memorandum of Association to reflect the Company's registered capital reduction as follows:

"**Clause 4.**	Registered Capital	9,377,707,245.68	Baht	(Nine billion three hundred seventy-seven million seven hundred seven thousand two hundred forty-five Baht and sixty-eight satang)
	Divided into	17,693,787,256	shares	(Seventeen billion six hundred ninety-three million seven hundred eighty-seven thousand two hundred fifty-six shares)
	Par value per share	0.53	Baht	(Fifty-three satang)
	Consisting of:			
	Ordinary Shares	17,693,787,256	shares	(Seventeen billion six hundred ninety-three million seven hundred eighty-seven thousand two hundred fifty-six shares)
	Preferred Shares	-0-	shares	(-)"

Opinion of the Board of Directors: The Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the reduction of the Company's registered capital by 4,995,788,033.21 Baht, from the existing registered capital of 14,373,495,278.89 Baht to 9,377,707,245.68 Baht, by canceling 9,426,015,157 unissued registered ordinary shares with a par value of 0.53 Baht per share, and the amendment to Clause 4 of the Memorandum of Association to reflect the Company's registered capital reduction. Furthermore, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the authorization of the authorized directors of the Company and/or persons assigned by the authorized directors to file for the registration of the capital reduction and the amendment to Clause 4 of the Memorandum of Association as detailed above with the Department of Business Development, Ministry of Commerce. This includes the authority to amend or change the applications or statements in such documents, to take any necessary and relevant actions as deemed appropriate, and to comply with laws, regulations, and interpretations of relevant government agencies, as well as advice or orders of the registrar or officers, to successfully complete the registration process.

Voting: The resolution for this agenda item requires a vote of not less than three-fourths (3/4) of the shareholders attending the meeting and casting their votes.

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Agenda item 11: To consider other business (if any).

The Company would like to invite the shareholders to attend the 2026 Annual General Meeting of Shareholders to be held as an electronic meeting (e-meeting) only on the date and at the time stated above. The Company will allow the shareholders to register to attend the meeting in advance from 8.30 a.m. on April 8, 2026.

In case any shareholder would like to appoint a director of the Company or a proxy to attend the meeting and cast votes on the shareholder's behalf, please study the profiles of the independent directors for proxy appointment as detailed in Enclosure 10, and use one of the proxy forms as detailed in Enclosure 12 or the shareholders can download Proxy Form A, Form B or Form C from the Company's website at www.nationgroup.com and enclose the shareholder's evidence of the right to attend the meeting as detailed in Enclosure 9. To facilitate the document verification process, the Company kindly requests all shareholders to send the completed proxy form and the relevant documents required for registration to attend the meeting via post to the Company at the following address by **5.00 p.m. on April 16, 2026**:

Company Secretary Department
Nation Group (Thailand) Public Company Limited
No. 1854, 9th, Debaratna Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260

In case any shareholders would like to the Company to answer their questions at the 2026 Annual General Meeting of Shareholders, the Company would like to invite the shareholders to submit their questions prior to the meeting date by specifying the questions together with their name, address, telephone number, and email address (if any) and send them to the Company by **5.00 p.m. on April 16, 2026**, via any of the following channels:

- Send the question to the Company together with the proxy form; or
- Email: corporate_secretary@nationgroup.com.

On the meeting day, the company gives shareholders and/or proxies an opportunity to ask for more information. By typing a question and inquiring through the microphone within 1 minute, in this regard, the Company will conduct the meeting in accordance with the Articles of Association of the Company relating to shareholders' meetings as detailed in Enclosure 8 and requests that the shareholders study the Guideline for Attending of Electronic Meeting as detailed in Enclosure 9. This meeting will be conducted through the electronic meeting system of Inventech Systems (Thailand) Co., Ltd. For any queries relating to the electronic meeting system, please contact the Company Secretary Department via telephone at 02-338-3289-91.

In addition, the Company has determined the date for determining the name of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) on March 16, 2026.

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The Company is fully committed to protect your personal information as a shareholder, proxy, or attorney of such persons, and to assure you that the Company can provide you with protection and treat your personal data in accordance with the Personal Data Protection Act B.E. 2562, the Company would like to inform you of the details relating to the personal data that may be processed, together with your rights relating to your personal data as shown in the Privacy Notice of the Company as shown in Enclosure 14.

Please be informed accordingly.

Sincerely yours,

-Signature-

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(Mr. Marut Arthakaivalvatee)

Chairman of the Board of Directors

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-Traslation-

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2025 as an electronic media (E-EGM) Nation Group (Thailand) Public Company Limited

Date, Time, and Place

The Extraordinary General Meeting of Shareholders No. 1/2025 of Nation Group (Thailand) Public Company Limited (the "**Company**") was held on Friday, October 31, 2025, via an electronic media (E-EGM) at 2 p.m., at the meeting room, 10th floor, Debaratana Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260.

Directors attending the meeting in the meeting room (2 Directors)

1.	Mr. Marut Arthakaivalvatee	Chairman of the Board of Directors
2.	Mr. Shine Bunnag	Vice Chairman of the Board of Directors (1st), Chairman of the Executive Committee and Chief Executive Officer

Directors attending the meeting via an electronic media (E-EGM) (6 Directors)

1.	Mr. Somchai Meesen	Vice Chairman of the Board of Directors (2nd), Member of the Nomination and Remuneration Committee, Member of the Corporate Governance and Sustainability Committee, Advisor to the Executive Committee and Chairman of the Corporate Governance and Sustainability Working Group
2.	Mr. Apivut Thongkam	Independent Director and Chairman of the Audit Committee
3.	Mr. Thanachai Santichaikul	Independent Director, Member of the Audit Committee, and Chairman of the Nomination and Remuneration Committee
4.	Mr. Chaiyasit Puvapiromquan	Independent Director, Member of the Audit Committee, Chairman of the Corporate Governance and Sustainability Committee
5.	Mr. Jessada Buranapansri	Director and Member of the Corporate Governance and Sustainability Committee
6.	Mr. Ka Ming Jacky Lam	Director and Member of the Nomination and Remuneration Committee

There were a total of 8 directors attending the meeting, representing 100% of the total number of directors.

Executive attending the meeting and in the meeting room

1.	Miss Nutwara Saengwarin	Member of the Executive Committee and Chief Marketing Officer
2.	Miss Natenapa Pusittanont	Member of the Executive Committee, Chief Financial Officer, Member of the Corporate Governance and Sustainability Working Group, Corporate Governance Sub-Committee, Member of the Artificial Intelligence (AI) Working Group, Member of the Risk Management Sub-Committee

Corporate Secretary attending the meeting

Miss Saowaluck Chotrungrot

Legal Advisor from Wise Equity Legal Counsel Co., Ltd.

1. Mr. Karinevidch Olivero
2. Miss Chanakan Luksanasorn

Before the commencement of the meeting, Mr. Achawin Suksi and Miss Varunsuda Karunayadhaj (the "**Meeting Facilitator**") were assigned by the Chairman of the Board to conduct the Extraordinary General Meeting of Shareholders No. 1/2025 (the "**Meeting**"), clarified compliance with the Board of Directors meeting, therefore, approved holding the electronic media the Meeting as an electronic media (E-EGM) only solely through Inventech e-Shareholder Meeting System provided by Inventech Systems (Thailand) Co., Ltd, as endorsed by the Electronic Transactions Development Agency or ETDA.

In addition, guidelines for attendance were communicated via electronic media. Details are shown in Enclosure 4 of the Meeting Invitation Letter. This is in line with the Good Corporate Governance Policy RE: Equitable Treatment of Shareholders' Rights as follows:

1. The Company provided the opportunities to shareholders to send the questions in advance of the Meeting via **www.nationgroup.com** from 16 – 29 October 2025, to the Board and executives to gather information and prepare the answers for the Meeting. Consequently, no question was sent in advance to the Meeting.
2. The Company opens an opportunity for shareholders to delegate an independent director as a proxy to attend the Meeting and to vote on behalf of the shareholders. The independent director, authorized by the Company as a proxy at this time, is Mr. Apivut Thongkam. A brief biography of Mr. Apivut Thongkam appears in Enclosure 5 of the Meeting Invitation Letter. The shareholders may send the Appointment of Proxy and required documents to the Company by Wednesday, October 29, 2025, via post to the following address:

   Company Secretary Department

   Nation Group (Thailand) Public Company Limited

   No. 1854, 9th, Debaratna Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260

Criteria for the Shareholders' Meeting of the Company shall be under the Articles of Association, Chapter 6 "Shareholders' Meeting", Article 35 to Article 36, as attached to the Meeting Invitation Letter, to inform the shareholders in advance as follows:

Article 35 "The Chairman of the meeting shall oversee the meeting to ensure the meeting is conducted in a manner consistent with the applicable laws and the requirements in the Company's Articles of Association and the order of the agenda items set forth in the notice of the shareholders' meeting, except the case where the meeting resolves with at least two-third of the votes by shareholders who are present at the meeting to change the order of the agenda items.

Article 36 "Except where otherwise stipulated by these Articles of Association or by law, any decision or resolution of the shareholders' meeting shall be passed by a majority vote of the shareholders who are present at the meeting and entitled to vote. In voting, one share shall count as one vote. Any shareholder who has a special interest in any matter on which the meeting is to pass a resolution shall not be entitled to vote on such matter, except for the election of directors. In the case of a tie vote, the Chairman of the meeting shall have a casting vote."

Voting Procedures

1. Voting for each agenda shall be conducted openly. The shareholders or proxies shall only vote to agree, disagree, or abstain. Splitting votes or voting in part is not allowed (except in the case of a custodian).
2. Only shareholders who wish to vote for 'disagree' or 'abstain', press the button on the 'Disagree' or 'Abstain' box in the Inventech program. Voting results shall be announced at the Meeting.
3. The Company requires that the shareholder voting on each agenda item shall last 1 minute, and voting may change until that agenda is closed for voting results.
4. In the case that the shareholders do not vote by the e-Shareholder Meeting voting program or do not press the button on the voting system, the vote will be automatically counted as "Agree".
5. In case the shareholder delegates the director or independent director to act, the voting shall be based on the shareholder's intention.

Vote counting criteria

In the Shareholders' Meeting of the Company, the criteria for counting votes shall be as follows:

1. Voting results in each agenda, the Company shall count the votes of the shareholders in the Meeting only for those who vote 'Disagree' and/or 'Abstain', and then shall be deducted from the total number of votes of shareholders in the Meeting, the remainder will be counted as "Agree" votes, including the votes completely made by the proxies in the Proxy Letter, such votes are recorded in advance after complete registration for the Meeting.
2. Voting results shall be identified as 'Agree', 'Disagree', and 'Abstain'. In each agenda, the latest number of shares of attendees shall apply; therefore, the votes on each agenda may differ.

3. In the case where ballot is avoided, it refers to the shareholders or the proxy in the electronic voting expressing ambiguous intention, for example, marking more than one column of boxes in the electronic voting or separate voting (except for in case of custodian).
4. The system processing is based on the votes of shareholders according to the voting procedures in each agenda and shall report to the shareholders of the vote counting results for every agenda.

Question at the meeting

1. Before voting on each agenda, the Company allows the shareholders or the proxy to ask questions or express opinions on issues relating to that respective agenda as appropriate.
2. Questions may be submitted via text by pressing the "Question" button under the agenda item for which you wish to inquire. Please type your question along with your full name and specify whether you are a shareholder attending in person or a proxy holder, then submit your question through the system. Alternatively, questions may be asked via audio and video by pressing the "Conference" button and providing the same information before making your inquiry.
3. To offer opinions or questions, make sure that the questions or issues are relevant and concise to secure an effective meeting. The Company reserves the right to take appropriate action.
4. In case there are numerous related questions transmitted into the system, the Company, at its discretion, shall select the questions as appropriate.

   In addition to submitting questions and comments in advance, during the meeting, the Company allows shareholders to submit comments or questions on each agenda item within one minute.

Preliminary Proceedings

The Meeting Facilitator informed the Meeting that the Meeting was being conducted via electronic media (E-EGM) as the sole channel.

There were 4 shareholders with 8,229 shares attending the Meeting in person and 40 proxies with 8,038,315,550 shares. There were a total of 44 persons, holding 8,038,323,779 shares in aggregate, equivalent to 65.8667 percent of the total number of 12,203,911,086 shares sold, which constituted a quorum according to the Company's Articles of Association, Article 33.

Mr. Marut Arthakaivalvatee, Chairman of the Board of Directors, presided over the Meeting as the chairman of the Meeting (the "**Chairman**"). The Chairman welcomed the shareholders and opened the Meeting as an electronic media (E-EGM) via the Inventech e-Shareholder Meeting System provided by Inventech Systems (Thailand) Co., Ltd., and delegated the Meeting Facilitator to present the details of each agenda item to the Meeting.

Agenda 1: Matters to be informed by the Chairman for Acknowledgement.

The Chairman expressed his gratitude to all shareholders for taking their valuable time to attend the meeting and conveyed his condolences on the passing of Her Majesty Queen Sirikit, the Queen Mother, on October 24, 2025. The Chairman further stated that the main agenda for today's meeting is the proposed capital increase, intended to provide funds for the Company's management and future development. Over the past year, the

Company has undertaken several structural adjustments in its operations and has increasingly integrated AI technology across the organization. In addition to having female AI news anchor “Natcha” and male AI news anchor “Netran” on Nation TV, the Company also plans to apply AI technology in news editorial work, sales, and back-office operations. These initiatives aim to enhance the effectiveness and robustness of the Company’s AI-driven projects going forward.

This agenda item is for acknowledgement only, so no voting is required.

Agenda 2: To consider and adopt the minutes of the 2025 Annual General Meeting of Shareholders held on Tuesday, April 29, 2025.

The Meeting Facilitator informed the Meeting that the Company held the 2025 Annual General Meeting of Shareholders on Tuesday, April 29, 2025. The minutes of such a meeting had been prepared accurately and completely within the period required by law. It had already been submitted to the Stock Exchange of Thailand (the “**SET**”) within 14 days of the meeting date and subsequently filed with the Ministry of Commerce within the required period by law. Additionally, the Company has also published such minutes on its website at www.nationgroup.com, allowing shareholders to acknowledge and verify their accuracy within a reasonable timeframe. In this regard, there was no objection or amendment from any shareholder. A copy of such minutes is shown in Enclosure 1 of the Meeting Invitation Letter, which has been completely delivered to all shareholders.

The Board of Directors has considered and viewed that the minutes of the 2025 Annual General Meeting of Shareholders have been accurately and completely recorded. Therefore, the Board of Directors deems it appropriate to propose that the Meeting consider and approve the said minutes.

The Meeting Facilitator provided shareholders with the opportunity to ask questions and express their opinions.

No shareholder asked any questions or expressed any comments.

The Meeting Facilitator then requested the shareholders' meeting to cast their votes on the agenda item regarding the consideration and adoption of the minutes of the 2025 Annual General Meeting of Shareholders, held on Tuesday, April 29, 2025.

Meeting's Resolution: The Meeting resolved to adopt the minutes of the 2025 Annual General Meeting of Shareholders, held on Tuesday, April 29, 2025, with unanimous votes as follows:

Shareholders’ vote	Number of votes (Votes)	Percentage
Approval	8,038,323,779	100.0000
Disapproval	-	-
Abstention	-	-
Total (44 shareholders)	**8,038,323,779**	**100.0000**

Remark: The resolution for this agenda item must be adopted by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 3: To consider and approve the increase in the registered capital of the Company by THB 6,468,072,875.58 from the registered capital of THB 7,905,422,403.31 to the registered capital of THB 14,373,495,278.89 by issuing 12,203,911,086 newly issued ordinary shares, with a par value of THB 0.53 per share, and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the registered capital of the Company.

The Meeting Facilitator informed the Meeting that the targets of the Company's capital increase are as follows:

1. To rectify the Company's financial position, as the consolidated financial statements as of June 30, 2025, showed shareholders' equity of negative THB 96 million. If no corrective action is taken by the end of the accounting period on December 31, 2025, the Company's securities may be designated as "NC" (Non-compliance), which could potentially lead to delisting.

2. To repay liabilities, as follows:
   2.1 To repay loans, bill of exchange (BE), creditors, and accrued expenses.
   2.2 To reduce interest burdens and strengthen the Company's financial position.

3. To enhance liquidity and support future investments, as follows:
   3.1 To provide working capital for business operations.
   3.2 To fund investments for future projects and to enhance the Company's competitiveness and growth potential.

And the Company intends to raise additional capital to be used as working capital for the Company and/or its subsidiaries, in an approximate proportion of 21 percent of the total proceeds received and to repay debts, loans, bills of exchange (BE) and outstanding payables, in an approximate proportion of 79 percent of the total proceeds received, the Company shall allocate its newly issued ordinary shares to the existing shareholders in proportion to their respective shareholdings, as shall be proposed to the Meeting for approval under Agenda Item 4. Consequently, the Company is required to increase its registered capital by THB 6,468,072,875.58 through the issuance of 12,203,911,086 newly issued ordinary shares with a par value of THB 0.53 per share, and to amend Clause 4 of the Memorandum of Association of the Company accordingly to reflect the increase in the registered capital, with the details as follows;

(1) the increase in the registered capital of the Company by THB 6,468,072,875.58 from the existing registered capital of THB 7,905,422,403.31 to a new registered capital of THB 14,373,495,278.89, by issuing 12,203,911,086 newly issued ordinary shares with a par value of THB 0.53 per share, additional details are provided in the Capital Increase Report Form (F 53-4), enclosed herewith as Enclosures 2 of the Meeting Invitation Letter; and

(2) the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the registered capital, where the following wordings will be adopted and the replacement of the existing wordings:

"**Clause 4.**	Registered Capital	14,373,495,278.89	Baht	(Fourteen billion three hundred seventy-three million four hundred ninety-five thousand two hundred seventy-eight baht and eight-nine satang)
	Divided into	27,119,802,413	shares	(Twenty seven billion one hundred nineteen million eight hundred two thousand four hundred thirteen shares)
	Par value per share	0.53	Baht	(Fifty three satang)
	Consisting of:			
	Ordinary Shares	27,119,802,413	shares	(Twenty seven billion one hundred nineteen million eight hundred two thousand four hundred thirteen shares)
	Preferred Shares	-0-	shares	(-)"

In this regard, it is appropriate to propose to the Meeting to consider and approve the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to have authority to submit applications for registration of the increase in the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company to the Public Company Registrar, the Department of Business Development, the Ministry of Commerce, and to revise or amend the application forms or any statements in such documents, and to undertake any actions necessary for and relevant to the foregoing so as to comply with the applicable laws, rules, and regulations, as well as the recommendation or order of the registrar or officer to complete such registration.

The Board of Directors considered and deemed appropriate to propose to the Meeting to consider and approve the increase in the registered capital of the Company by THB 6,468,072,875.58, from the registered capital of THB 7,905,422,403.31 to the registered capital of THB 14,373,495,278.89, by issuing 12,203,911,086 newly issued ordinary shares with a par value of THB 0.53 per share, and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the registered capital of the Company, including the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to have authority to submit applications for registration of the increase in the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company.

The Meeting Facilitator provided shareholders with the opportunity to ask questions and express their opinions.

No shareholder asked any questions or expressed any comments.

The Meeting Facilitator then requested the shareholders' meeting to cast their votes on the agenda item regarding the consideration and approval of the increase in the registered capital of the Company by THB 6,468,072,875.58, from the registered capital of THB 7,905,422,403.31 to the registered capital of THB 14,373,495,278.89, by issuing 12,203,911,086 newly issued ordinary shares with a par value of THB 0.53 per share, and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the registered capital of the Company, including the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to have authority to submit applications for registration of the increase in the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company.

Meeting's Resolution: The Meeting resolved to approve the increase in the registered capital of the Company by THB 6,468,072,875.58 from the registered capital of THB 7,905,422,403.31 to the registered capital of THB 14,373,495,278.89 by issuing 12,203,911,086 newly issued ordinary shares, with a par value of THB 0.53 per share, and the amendment to Clause 4 of the Memorandum of Association of the Company to be in line with the increase in the registered capital of the Company, including the authorization of the authorized director(s) of the Company and/or any person authorized by such authorized director(s) to have authority to submit applications for registration of the increase in the registered capital and the amendment to Clause 4 of the Memorandum of Association of the Company with an unanimous votes as follows:

Shareholders' vote	Number of votes (Votes)	Percentage
Approval	8,038,323,779	100.0000
Disapproval	-	-
Abstention	-	-
Total (44 shareholders)	**8,038,323,779**	**100.0000**

Remark: The resolution under this agenda item must be approved by not less than three-fourths (3/4) of the total votes of shareholders attending the Meeting and entitled to vote.

Agenda 4: To consider and approve the allocation of 12,203,911,086 newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings (Rights Offering)

The Meeting Facilitator Informed the Meeting that with reference to the increase of the registered capital as described under Agenda Item 3, it is proposed that the Meeting consider and approve the allocation of 12,203,911,086 newly issued ordinary shares of the Company, with a par value of THB 0.53 per share, to be offered to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering), at the allocation ratio of 1 existing ordinary share to 1 newly issued ordinary share, at the offering price of THB 0.04 per share, which is lower than the par value, given that the Company has incurred an accumulated losses for a period of not less than one year. It is determined with reference to the volume-weighted average price of the Company's ordinary shares traded for the past 15 consecutive business days before the date of the Board of Directors' Meeting No. 6/2025 held on Friday, September 19, 2025 (i.e., during Friday, August 29, 2025, to Thursday, September 18, 2025), which equals THB 0.04 per share, and has determined the date on which the names of shareholders entitled to be allocated

the newly issued ordinary shares in proportion to their shareholding on Monday, October 6, 2025 (Record Date). The subscription period of the newly issued ordinary shares is 1-4, 8-9, 11-12, and 15-16 December 2025 (totaling ten business days)

In this regard, it is appropriate to propose to the Meeting to consider and approve the authorization of the Board of Directors and/or Executive Committee and/or any person(s) authorized by the Board of Directors and/or Executive Committee shall be authorized to undertake actions necessary for and relevant to the allocation of the newly issued ordinary shares, including, but not limited to:

(a) determining details with respect to the allocation of the newly issued ordinary shares, e.g., method of allocation of the newly issued ordinary shares, whether in single or sequential allocations, offering period, offering price, payment methods, and any other conditions and details in connection with such allocation of the newly issued ordinary shares;

(b) entering into negotiations and agreements, executing the relevant documents and agreements, executing applications, waivers, and any other documents and evidence necessary for and relevant to the said allocation of the newly issued ordinary shares, including but not limited to providing information and submitting documents and evidence to the Securities and Exchange Commission, the SET, Thailand Securities Depository Company Limited, the Ministry of Commerce, or other relevant agencies, and listing the newly issued ordinary shares on the SET; and

(c) undertaking any other actions necessary for and relevant to the allocation of such newly issued ordinary shares, including the appointment of attorneys-in-fact to undertake actions in items (b) to (c).

The details of the allocation of newly issued ordinary shares of the Company are provided in the Capital Increase Report Form (F 53-4), enclosed herewith as Enclosure 2 of the Meeting Invitation Letter.

The Board of Directors considered and deemed appropriate to propose to the Meeting to consider and approve the allocation of 12,203,911,086 newly issued ordinary shares of the Company, with a par value of THB 0.53 per share, to be offered to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering), at the allocation ratio of 1 existing ordinary share to 1 newly issued ordinary share, at the offering price of THB 0.04 per share, which is lower than the par value, given that the Company has incurred an accumulated losses for a period of not less than one year. It is determined with reference to the volume-weighted average price of the Company's ordinary shares traded for the past 15 consecutive business days before the date of the Board of Directors' Meeting No. 6/2025 held on Friday, September 19, 2025 (i.e., during Friday, August 29, 2025, to Thursday, September 18, 2025), which equals THB 0.04 per share, and has determined the date on which the names of shareholders entitled to be allocated the newly issued ordinary shares in proportion to their shareholding on Monday, October 6, 2025 (Record Date), including the authorization of the Board of Directors and/or Executive Committee and/or any person(s) authorized by the Board of Directors and/or Executive Committee shall be authorized to undertake actions necessary for and relevant to the allocation of the newly issued ordinary shares as detailed above.

The Meeting Facilitator provided shareholders with the opportunity to ask questions and express their opinions.

Miss Poonsri Kanchareonkulwong, as a representative of the Shareholders' Right Protection Volunteer and a proxy holder authorized by the Thai Investors Association, inquired about the contingency plan of the Company in the event that the proposed capital increase cannot be achieved.

The Chairman clarified that the Company had engaged in discussions and negotiations with the major shareholders prior to proposing the matter to the Board of Directors and subsequently to the Meeting for consideration and approval. Therefore, the Company is confident that it will be able to achieve the capital increase as targeted.

No shareholder further asked any questions or expressed any comments.

The Meeting Facilitator then requested the shareholders' meeting to consider and approve the allocation of 12,203,911,086 newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings (Rights Offering), including the authorization of the Board of Directors and/or Executive Committee and/or any person(s) authorized by the Board of Directors and/or Executive Committee shall be authorized to undertake actions necessary for and relevant to the allocation of the newly issued ordinary shares as detailed above.

Meeting's Resolution The Meeting resolved to and approve the allocation of 12,203,911,086 newly issued ordinary shares to the existing shareholders proportionate to their respective shareholdings (Rights Offering), including the authorization of the Board of Directors and/or Executive Committee and/or any person(s) authorized by the Board of Directors and/or Executive Committee shall be authorized to undertake actions necessary for and relevant to the allocation of the newly issued ordinary shares with an unanimous votes as follows:

Shareholders' vote	Number of votes (Votes)	Percentage
Approval	8,038,323,778	100.0000
Disapproval	-	-
Abstention	-	-
Total (43 shareholders)	**8,038,323,778**	**100.0000**

Remark :

1. In this agenda item, one shareholder left the Meeting, resulting in a decrease of 1 share. Therefore, the total number of shareholders and proxies attending the Meeting for this agenda item was 43 persons, representing a total of 8,038,323,778 shares.
2. The resolution for this agenda item must be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 5: To consider other business (if any)

The Meeting Facilitator provided shareholders with the opportunity to ask questions or provide suggestions.

No shareholder asked any questions or expressed any comments.

The Chairman thanked all the shareholders who attended the Meeting and closed the Meeting.

The Meeting ended at 3.45 p.m.

Signature _____ - *Signature* -

(Mr. Marut Arthakaivalvatee)

Chairman of the Board of Directors and Chairman of the Meeting

Signature _____ - *Signature* -

(Miss Saowaluck Chotrungrot)

Corporate Secretary and minutes reviewed

Signature _____ - *Signature* -

(Mr.Yods Boonyuen)

Assistant Company Secretary and minutes taker

Enclosure 2

Definition of the Independent Directors

Independent Directors are directors who are not involved in the day-to-day operations of the company, its subsidiaries, or joint ventures. Independent Directors shall be independent from major shareholders and executives of the company and have no relationships that obstruct sound judgment and discretion. Thus, the qualifications of the Independent Directors must be in line with the regulations of the Securities of Exchange Commission.

Independent Directors' qualifications are as follows:

1. Holding shares not more than one percent of the total number of shares with voting rights of the Company, parent company, subsidiary company, associated company, major shareholder, or a person who has the power to control over the Company, including the shareholding of related persons of that respective independent director.

2. Not being or ever was a director who involves management, employees, staff, consultants in any other fields who receive regular remuneration, or a person with authority or controls the Company, parent company, subsidiary company, associated company, subsidiary of the same level, major shareholder or major shareholder of the person has the power to control over the Company unless the aforementioned characteristics have been terminated for not less than 2 years before the date of appointment. Such prohibited characteristics exclude the case where the independent director was ever been a government servant or an advisor of a government agency which is a major shareholder or the person who has the authority to control the Company.

3. Independent director must not have been or have had a business relationship, financial interest, or other interest in management either directly or indirectly with the company, parent company, subsidiary company, associated company, major shareholder, or the person who has the authority to control the company in a manner that may impede the exercise of one's independent judgment, or not being or ever been a significant shareholder or a controlling person of a person having a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or the person who has the power to control the company unless the foregoing relationship has been terminated for not less than 2 years before the date of appointment.

4. Independent directors must not have a relationship by blood or by legal registration in the form of father, mother, spouse, siblings, and children, including the spouses of children, with executives, major shareholders, controllers, or a person who is nominated to be an executive or person with control power of the Company or its subsidiaries.

5. Independent directors must not act as representatives of the Company’s director, major shareholder, or any shareholder who is related to the major shareholder.

6. Independent director is not or ever was the auditor of the Company, parent company, subsidiary company, associated company, major shareholder, or the person who has the power to control the company, or managing partner of a juristic person who is an audit firm which the auditor of the Company, parent company, subsidiary company, associated company, major shareholder or the person who has the power to control the company is subject to unless the aforementioned status has been vacated for not less than 2 years before the date of appointment.

7. Independent director is not or ever was a professional provider of any kind, including but not limited to, legal advisory, financial advisor, or property appraiser with paid service fees of more than 2 million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder or the person with the authority to control the company. However, in case a professional provider is a juristic entity, it shall include being a significant shareholder controller who has the power to control or manage the partner of that professional service provider unless the aforementioned status has been vacated for not less than 2 years before the date of appointment.

8. Independent directors must not operate competitive businesses of the same nature as the company's business, or a subsidiary or not being a significant partner in the partnership or being a director who takes part in the management, an employee, an employee, a consultant who receives a regular salary or holding more than one percent of the total number of shares with voting rights of other companies which operate the competitive businesses of the same nature to the business of the Company or its subsidiaries.

9. Independent director must perform their duties and use their judgment without being influenced by the directors, executives, or major shareholders of the Company, including any related persons or close relatives.

10. Independent directors must not possess any other characteristics that prevent them from expressing independent opinions on the Company's operations.

Roles, duties and responsibilities of the Audit Committee

1. Review and make sure that the Company's financial reports (quarterly and annually) are accurate with adequate disclosure of relevant information about the Company before submission to the Board of Directors.
2. Review the Company's internal control and internal audit systems to ensure that they are appropriate, sufficient and effective, including considering the independence of the internal audit unit or outsourcing, and approving the consideration of appointment, transfer, or termination of the head of the internal audit unit or outsourcing.
3. Review and make sure that the Company has an appropriate risk assessment system and adequate and effective risk management and give opinions on the Company's sustainable business development process concerning environmental, and social responsibility and good and efficient corporate governance.
4. Review the Company's compliance with the Securities and Exchange Act, SET's regulations or laws related to the company's business
5. Consider the selection and nomination for the independent person to assume the Company's auditor, the proposed compensation for auditors, coordination with the auditor regarding the audit objectives, scope, guidelines, plans, and problems encountered during the audit, and any issues found during the audit process and material matter, as well as attending a meeting with the auditor without a presence of the Management at least once a year.
6. Consider and approve the internal audit plan and acknowledge the audit report.
7. In the event that the Company's auditor is notified of suspicious circumstances that a director or executive responsible for the Company's operations has committed an offense as specified in the Securities and Exchange Act, the initial suspicious circumstances must be reported to the SEC immediately upon notification and the auditor must conduct an investigation and report the results to the SEC and the auditor within 30 days from the date of notification.

   (Executive means the Chief Executive Officer or the first four executive positions after the Chief Executive Officer and all persons holding positions equivalent to the fourth level, including positions in accounting or finance at the director level or above)
8. Consider related party transactions, acquisition or disposal of assets with significant value, or transactions that may have conflicts of interest to ensure accuracy and completeness, in compliance with the law and regulations of regulatory agencies, and disclose information on such transactions accurately and completely to ensure that such transactions are reasonable and of the utmost benefit to the Company.
9. Consider details related to the use of fundraising funds and monitor the use of fundraising funds to ensure that they are in line with the disclosed objectives.

10. Review the appropriateness of the company's complaint/whistle-blowing process and acknowledge the report of the results.
11. Review the accuracy of reference documents and self-assessment on the company's anti-corruption measures according to the Private Sector Collective Action Coalition Against Corruption (CAC) project.
12. Prepare the Audit Committee's report results of corporate governance, and disclosure in the Company's annual report signed by the Chairman of the Audit Committee, in which the following information are included.
    1) Comments on the accuracy, completeness, and reliability of the Company's financial report
    2) Comments on the adequacy of the Company's internal control system.
    3) Comments on the Company's risk management system.
    4) Comments on compliance with securities and stock exchange laws, SET's requirements, or laws related to the company's business
    5) Opinions on the suitability of the auditor.
    6) Opinions on reports that may have conflicts of interest.
    7) The number of audit committee meetings and attendance of each member
    8) Consensus or overall remarks accepted by the Audit Committee in the performance of its duties under the Charter.
    9) Other items that shareholders and general investors should be acknowledged under the scope of duties and responsibilities assigned by the Board of Directors
13. Performing other duties as assigned by the Board of Directors with the approval of the Audit Committee

To perform duties under the above-mentioned scope, the Audit Committee has the power to call and commission the Management, head of the department, or related employees to give opinions at the meeting, or submission of documents as deemed relevant and necessary, as well as seeking independent opinions from any other professional advisors where deems necessary at the Company's expense.

The Audit Committee operates within the scope of its duties and responsibilities as mandated by the board of directors. The board of directors is directly accountable for the company's operations to shareholders, stakeholders, and the general public.

The board of directors has the authority to amend and modify the definitions and qualifications of independent directors, as well as the qualifications, scope of authority, functions, and responsibilities of the Audit Committee, to ensure compliance with the regulations of the Securities and Exchange Commission, the Stock Exchange, the Capital Market Supervisory Board, and/or other relevant legal provisions.

Enclosure 4

Rules and procedures for nomination of directors

Nomination of Directors

The Company's Board of Directors has the opinion that the nomination of directors and consideration of directors' remuneration for media businesses is important. The company has the policy to require Nomination and Remuneration Committee of the Company ("Nomination Committee") to be responsible for screening the nomination of directors and determining remuneration for directors and sub-committees. The Nomination Committee is responsible for nominating suitable persons to replace directors who have completed their terms. The Nomination Committee applies using the appropriate number of structures and the composition of the Board of Directors, including the appropriateness of size, types, and complexity of businesses in recruiting and nominating the right person.The nominated person must possess sound knowledge, experience and expertise qualified to be a director, an independent director of the Company and sub-committee. The Nomination Committee also considers the remuneration for directors and sub-committees of the company by benchmarking from the same industry and the average remuneration based on the similar business size. In addition, the Nomination Committee considers business expansion and profit growth of the company for consideration to propose the opinions to the Board of Directors for further approval at the shareholders' meeting.

For the 2026 Annual General Meeting of Shareholders, the Company provides opportunities for minority shareholders to nominate a person to be a director by nominating through the Board of Directors before the Annual General Meeting of Shareholders from October 31, 2025, to December 30, 2025, with the information for consideration of the qualifications and the consent of the nominee. The result showed that no shareholder nominated a person to be a director of the company.

Enclosure 5

Profiles of the Directors Retiring by Rotation and Nominated for Re-election

(for consideration of agenda item 6)



Name : **Mr. Shine Bunnag**

Position : Vice Chairman of the Board of Director (1st), Chairman of the Executive Committee and Chief Executive Officer

Age : 45

Qualification : Master of Business Administration
- Master of Business Administration Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Bachelor Degree of Accounting and Finance, The London School of Economics and Political Science (LSE) University of London

Address : 88/8 Soi Sukhumvit 39 (Phrom Phong), Khlong Tan Nuea Subdistrict, Watthana District, Bangkok 10110

Types of directors nominated : Vice Chairman of the Board (1st), Chief Executive Officer and Chief Executive Officer.

Date of appointment : January 11, 2019

Number of shares held as of March 16, 2026 : 4,407,975,042 shares

Director training course

Thai Institute of Directors Association.
- Director Accreditation Program (DAP) Course, Batch 78/2552
- Director Accreditation Program (DAP) Course, Batch 78/2552

Stock Exchange of Thailand
- CED CLUB Course No. 2/2024, Topic: “Leadership Dynamics Synchronizing Strategy and Team Commitment”
- CEO CLUB Course 2/2023, Topic: “Impact Investing - Strategy for Achieving Sustainability Goals”

Positions in other companies which is a listed company in the Stock Exchange of Thailand (SET) (1 company)

Sep 2, 2024 - Present	Executive Chairman Aqua Corporation Plc.
May 14, 2020 - Present	Director and Executive Director Aqua Corporation Plc.

Positions in non - listed companies on the Stock Exchange of Thailand (SET) (9 companies)

Dec 23, 2021 - Present	Director Khobsanam Co., Ltd.
Nov 15, 2021 - Present	Director Nation TV Co., Ltd.
Sep 29, 2022 - Present	Director Post today Co., Ltd
Aug 1, 2024 – Present	Director Nation News Co., Ltd
Jan 28, 2025 – Present	Director FAB Food Holding Co., Ltd
Aug 28, 2025 – Present	Director Somtum Jae Dang Samyan Co., Ltd
Aug 28, 2025 – Present	Director Yamachan Co., Ltd
Aug 28, 2025 – Present	Director KT Restaurant Co., Ltd
Aug 13, 2025 – Present	Director Nomimashou Co., Ltd

Holding a position in an organization with a conflict of interest.

-None -

Having a special interest in the meeting agenda.

No vested interest in any of the agenda items presented for consideration at this meeting.

Nature of the relationship

Item	Nature of the relationship
Being closely related to executives/major shareholders of the company/subsidiary.	-None -
Having the following types of relationships with a parent company/subsidiary/associated company/or entity that may have a potential conflict of interest, currently within the past 2 years. 1. A director involved in management, an employee, or a consultant receiving a regular salary.	-Yes -
2. They are professional service providers.	-None -
3. There are significant business relationships that may affect their ability to function independently.	-None -

Information holding the post of the Company's Director and Meeting Attendance in 2025

Holding the post of the Company's Director As of December 31,2025	The Meeting Attendance in 2025		
	Executive Committee	The Board of Directors Meeting	The Meeting of Shareholders
6 year 11 months (Appointed as a director since January 11, 2019	8/8	6/7	2/2

Enclosure 5

Profiles of the Directors Retiring by Rotation and Nominated for Re-election

(for consideration of agenda item 6)



Name : **Mr. Apivut Thongkam**

Position : Independent Director and Chairman of the Audit Committee

Age : 63

Education : - Master of Laws, American University, USA B.E. 1990
- Master of Comparative Law, Howard University, USA B.E. 1991
- Thai Bar Association B.E. 1987
- Bachelor of Laws, Ramkhamhaeng University B.E. 1985

Address : 27 Soi Inthamara 37, Junction 2, Din Daeng Subdistrict, Din Daeng District, Bangkok 10400

Types of directors nominated : Independent director and Chairman of the Audit Committee.

Appointed as a director : January 3, 2018

No. of Shares Held as at March 16, 2026 : 1,000 Share

Director training course

Training Course Thai Institute of Directors Association (IOD)

- Director Certification Program Course (DCP) Class 89/2007
- Chartered Director Class Course (CDC) Class 3/2008

National Defense College National Defense Studies Institute

- Diploma of Advance Security Management Program, Class 6/2013
- Diploma of National Defense College The Joint State – Private Sector Course Class 24 (Wor Por Or) NDC class 54/2012 or (Por Ror Or class 24))

Ministry of Justice

- Training in techniques of negotiation, dispute settlement and crisis resolution, class 1, Ministry of Justice

Dharmniti Seminar and Training Co., Ltd.

- High-level tax accounting seminars for lawyers and businessmen, Class 1 Central Tax Court

Thammasat Association under the Royal Patronage

- Executive Diploma Program “Thammasart for Society” 7th class/2015
- Diploma in Executive Course “Senior Executives of Thammasart Golf Course for Society” 2nd class/2016

World Intellectual Property Organization, Switzerland

- Diploma in Intellectual Property (a.k.a "WIPO") 1995

Criminal Justice School, Michigan

- Diploma in Computer Crime Trends and Crime, School of Criminal B.E. 1996

Denpasa, Indonesia

- Certificate of training in modern technology and the enforcement of copyright law.

Lead Business Institute of Cornell University

- Certificate of Completion, Global Business Leaders Program, Batch 1 (2016)

Cooperation between the Bangkok Business Newspaper Economic base newspaper and MFEC Public Company Limited

- Certificate of participation of Wisdom Course: WOW#1/2022
- Digital Transformation for CEO Class 1/2019

Positions in other companies which is a listed company in the Stock Exchange of Thailand (SET)

(4 companies)

Feb 20, 2025 - Present	Chairman of the Board of Directors Aqua Corporation Plc.
Dec 27, 2023 - Present	Director Stecon Group Plc.
Feb 27, 2023 - Present	Chairman of the Audit Committee and Independent Director Light Up Total Solution Plc.
Oct 28, 2022 - Present	Chairman of the Board of Directors Index Creative Village Plc.

Positions in non - listed companies on the Stock Exchange of Thailand (SET) (1 company)

Nov 6, 2020 - Present	Director Thai Consumer Distribution Center Co., Ltd.

Holding a position in an organization with a conflict of interest.

-None -

Having a special interest in the meeting agenda.

No vested interest in any of the agenda items presented for consideration at this meeting.

Enclosure 5

Nature of the relationship

Item	Nature of the relationship
Being closely related to executives/major shareholders of the company/subsidiary.	-None -
Having the following types of relationships with a parent company/subsidiary/associated company/or entity that may have a potential conflict of interest, currently within the past 2 years. 1. A director involved in management, an employee, or a consultant receiving a regular salary.	-None -
2. They are professional service providers.	-None -
3. There are significant business relationships that may affect their ability to function independently.	-None -

Information holding the post of the Company's Director and Meeting Attendance in 2025

Holding the post of the Company's Director As of December 31,2025	The Meeting Attendance in 2025		
	The Board of Directors Meeting	The Audit Committee Meeting	The Meeting of Shareholders
7 year 11 months (Appointed as a director since January 3, 2018)	5/7	4/5	2/2

Enclosure 6

Profile of the Nominated Candidate to be Appointed as a New Director to Replace the Director Who Does Not Wish to be Re-elected (for consideration of Agenda Item 7)



Name : Mr. Kamonpop Veerapala
Age : 60

Education

- Master of Business Administration, Indiana University, USA
- Bachelor of Science (Accounting), Kasetsart University

Training Course

- Director Certification Program (DCP) 2024
- The Executive Program in Energy Literacy for a Sustainable Future, Class 18/2023, Thailand Energy Academy
- Advanced Certificate Course in Politics and Governance in Democratic Systems for Executives Class 26/2022, King Prajadhipok's Institute
- Corporate Governance for Directors and Senior Executives of Regulators, State Enterprises and Public Organizations, Class 23/2020, Public Director Institute, King Prajadhipok's Institute
- Capital Market Leader Program, Class 30/2019, Capital Market Academy (CMA)
- Thailand Insurance Leadership Program, Class 8/2018, Office of Insurance Commission
- The Program for Senior Executives on Justice Administration, Class 20/2015, Judicial Training Institute, Court of Justice
- Leadership Succession Program (LSP), Class 4/2015, Institute of Research and Development for Public Enterprises (IRDP)
- Government and Public Law Management Diploma Program, Class 13/2013, King Prajadhipok's Institute
- Strategic Plan for the Anti-Corruption Executive Program, Class 3/2012, National Anti - Corruption Commission
- International Housing Finance Program, Class 2007, Wharton Real Estate Center, University of Pennsylvania, USA
- Fannie Mae International Housing Symposium Series, Class 2005, USA

Work Experience for the 5-Year Period

2026 – Present	Independent Director - VGI Plc.
2026 – Present	Independent Director - Thai Credit Guarantee Corporation.
2025 – 2025	Member of the State Enterprise Labour Relation Committee (Employer) Ministry of Labour
2024 – 2025	Acting President Real Estate Information Center
2024 – 2025	Director and Vice Chairman National Credit Bureau Company Limited
2023 – 2025	President Government Housing Bank
2023 – 2025	Vice Chairman The Government Financial Institutions Association (GFA)
2023 – 2025	Director and Secretary to Board of Director Real Estate Information Center
2017 – 2023	Senior Executive Vice President Finance and Accounting Unit Government Housing Bank

No. of Shares Held as at March 16, 2026: -None-

Nature of the relationship

Item	Nature of the relationship
Being closely related to executives/major shareholders of the company/subsidiary.	-None -
Having the following types of relationships with a parent company/subsidiary/associated company/or entity that may have a potential conflict of interest, currently within the past 2 years. 1. A director involved in management, an employee, or a consultant receiving a regular salary.	-None -
2. They are professional service providers.	-None -
3. There are significant business relationships that may affect their ability to function independently.	-None -

Enclosure 6

Director / Executive Positions in Other Companies

Listed Company		Non Listed Company		Positions in Entities with Conflicts of Interest	
No.	**Type of Director**	**No.**	**Type of Director**	**จำนวน**	**Type of Director**
1	Independent Director VGI Plc.	1	Director Thai Credit Guarantee Corporation.	-	-

Enclosure 7

Brief profiles of the persons being nominated as auditor for the year 2026

2025	2026 (Proposed Year)
EY Office Limited	**EY Office Limited**
1. Mr. Pornanan Kitjanawanchai CPA Registration No. 7792 2. Mr. Kittiphan Kiatsompop CPA Registration No. 8050 3. Mr. Chatchai Kasemsrithanawat CPA Registration No. 5813 Mr. Pornanan Kitjanawanchai the certified public accountant who affixed her signature to certify the Company's financial statement for third years Remuneration for the auditors of the Company and its subsidiaries, totaling 10 companies in the amount of 5,700,000 Baht (the audit fee for the company is 2,850,000 Baht) As for other service charges, the Company and its subsidiary entity shall not use the services from other audit firms that the appointed auditors work for, persons or business enterprise related with appointed auditors and audit firm in the past fiscal year	1. Mr. Pornanan Kitjanawanchai CPA Registration No. 7792 2. Mr. Kittiphan Kiatsompop CPA Registration No. 8050 3. Mr. Chatchai Kasemsrithanawat CPA Registration No. 5813 Mr. Pornanan Kitjanawanchai the certified public accountant who affixed her signature to certify the Company's financial statement for four years Remuneration for the auditors of the Company and its subsidiaries, totaling 10 companies in the amount of 5,500,000 Baht (the audit fee for the company is 3,000,000 Baht) As for other service charges, the Company and its subsidiary entity shall not use the services from other audit firms that the appointed auditors work for, persons or business enterprise related with appointed auditors and audit firm in the past fiscal year

Enclosure 7

Profile and Work Experience of Auditors



Mr.Pornanan Kitjanawanchai

Partner

(Audit Department)

EY Office Limited

Certified Public Accountant No.7792

Profiles and Work Experience

Working Period	:	1999 - present
Professional Qualification	:	Certified Public Accountant (Thailand) and Auditor approved by the office of The Securities and Exchange Commission of Thailand
Academic Qualification	:	Master's degree in Economic, National Institute of Development Administration Bachelor's degree in Accounting, Chulalongkorn University
Professional Experience	:	More than 24 years of audit working experience with EY serving clients in a wide range of industries including listed companies and other limited companies both domestic and oversea. He has great expertise in the business of mass transit system, manufacturing, service, and real estate development. Moreover, he also has experience in providing consultancy services in respect of merger and acquisition exercises.
Relationship with or Interest in (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently	:	- None -
Contact Details	:	EY Office Limited No. 1875 One Bangkok Tower 3, Level 34 - 37 Rama 4 Road, Kwang Lumphini, Khet Pathumwan, Bangkok 10330 Telephone : 0 2264 9090 ext. 77092 Facsimile : 0 2264 0789 E-mail : pornanan.kitjanawanchai@th.ey.com

Enclosure 8

Articles of Association of the Company, Chapter 6 on shareholders' meeting

Nation Group (Thailand) Public Company Limited

(29.) The Board of Directors shall call for an annual ordinary meeting of shareholders within 4 months from the end of the accounting period of the Company Shareholder's meeting other than this shall be called extraordinary meetings.

The Board of Directors may call for an extraordinary meeting of shareholders at any time as it may deem appropriate. A shareholder or shareholders, holding the total shares of not less than 10 percent of the total number of sold shares, may subscribe their names in a letter requesting for the Board of Directors to call for an extraordinary meeting of shareholders at any time, but the matter and the reason of the calling for the meeting must be clearly specified in the letter. In such case, the Board of Directors must hold the meeting, as requested by the shareholder(s), within 45 days from the date of receiving the letter from the shareholder(s).

In the event that the Board of Directors does not hold the meeting within the specified period in the second paragraph, the shareholder(s) who subscribed their names in a letter or other shareholders, holding the total number of shares as prescribed may also hold the meeting by themselves within 45 days from the specified period in the second paragraph. In such event, the meeting shall be deemed as if it is held by the Board of Directors and the Company must responsible for the expenses incurred from the holding the meeting and provide the facilities as appropriate.

In the event that it appears that in any meeting that held as a result of the shareholders in the third paragraph, the number of the shareholders attending the meeting does not constitute a quorum, as prescribed in Article 33. of this Articles of Association, the shareholder(s) in the third paragraph must jointly responsible for the expenses incurred from the holding the meeting to the Company.

(30.) Annual general meeting of the shareholders meeting shall engage in the following acts:

(1) Acknowledge the Board of Directors' report concerning the Company's activities in the past year.
(2) Approve the financial statement and the balance sheet.
(3) Approve the allocation of profit.
(4) Select the directors whose term limits expire.
(5) Appoint the auditor and determine the Company's auditing fee.
(6) Others.

(31.) To call a meeting of the shareholders, the Board of Directors shall issue an invitation letter with stipulated venue, date, time, agenda items and materials outlining the proposed matters to the meeting with sufficient details. The items should be clearly stipulated whether they will be submitted to the meeting for acknowledgement, approval or consideration as the case may be. The Board of Directors' opinion in such matters shall also be sent to the shareholders and made available to the registrars at least 7 days prior to the meeting. The notice of such shareholders' meeting shall be advertised on the newspaper for three successive days and at least 3 days prior to the meeting date.

(32.) Shareholders may authorize the other parties to attend the meeting and vote in the shareholders' meeting on their behalf by making a written statement in accordance with the requirements by the applicable laws. The authorized persons shall submit the letter to the chairman of the meeting or the person authorized by the chairman at the venue of the meeting before the authorized persons attend the meeting.

(33.) In the shareholders' meeting, at least 25 majority shareholders, or their authorized persons, or no less than half of the total shareholders, with shares collectively accounting for at least one-third of the paid-up shares, shall make the quorum.

In case where the number of shareholders who show up one hour after the appointed time do not make the quorum and such meeting is called according to the request by the shareholders, such meeting will be suspended. In case where such meeting is not requested by the shareholders, the meeting will be rescheduled. And the invitation letter shall be sent to the shareholders at least 7 days prior to the meeting. The latter case shall not make the requirement on the quorum of the meeting.

(34.) Chairman of the Board shall be the chairman of the meeting. In case where the Chairman of the Board of Directors is absent from the meeting or unable to perform his/her duty, the vice chairman will assume the chairmanship. If the vice chairman is not available or unable to perform this duty, the shareholders who are present at the meeting shall select a shareholder to act as the chairman of the meeting.

(35.) Chairman of the meeting shall oversee the meeting to ensure the meeting is conducted in a manner consistent with the applicable laws and the requirements in the Company's Articles of Association and the order of the Agenda Items set forth in the invitation letter, except the case where the meeting resolves with at least two-third of the votes by shareholders who are present at the meeting to re-arrange the order of the agenda items.

(36.) Except where otherwise stipulated by this articles or applicable laws, the final judgment or the resolution of the shareholders' meeting shall be based on the majority votes of the shareholders who are present at the meeting. One share represents one vote. If the meeting decides that any shareholder has any interests in any matter, such shareholder shall not be entitled to cast his/her vote on such matter. However, if the election of the directors ends up with equal votes, the chairman of the meeting shall exercise additional one vote as the final ruling.

Explanation on Meeting Attendance Registration, Proxy Appointment, and Submission of Questions in Advance, and Guidelines for Attending of Electronic Meeting by Inventech Connect

Meeting Attendance Registration and Proxy Appointment

1. Shareholders and proxies who wish to attend the e-meeting

1.1 In case of shareholders attending the meeting in person:

- In case of Thai individual shareholders, an identification card or civil servant identification card must be presented.
- In case of foreign individual shareholders, a passport or document used in lieu of a passport must be presented.
- In case of change of first name or surname, evidence of such change must be presented.

For further information, please see the Guidelines for Attending of Electronic Meeting by Inventech Connect as attached herewith

1.2 In case of proxy appointment:

- The shareholder appointing a proxy may grant the rights attached to all, but not a part, of the shares held to the proxy (except in case of custodians).
- The proxy shall submit only one proxy form that has been duly completed and signed (any material amendment, crossing out or erasure must be accompanied by the grantor's signature) and all of the required supporting documents to the Company by email to corporate_secretary@nationgroup.com and submit the originals via post to the following address within April 16,2026:

  Company Secretary's Office
  Nation Group (Thailand) Public Company Limited
  No. 1854, 9th Floor, Debaratana Road, Bangna-Tai Sub-district, Bangna District, Bangkok 10260

  In addition, the Company will provide THB 20 stamp duty to accommodate any shareholder who has not affixed the same on the proxy form.

○ Supporting **documents of the proxy**: A copy of the identification card or civil servant identification card certified as true copy by the proxy must be provided.

○ Supporting **documents of the grantor**:

- In case of Thai individual shareholders, a copy of the identification card or civil servant identification card certified as true copy by the grantor must be provided.
- In case of juristic person shareholders:
  - in case of Thai juristic persons, a copy of the affidavit issued not more than six months by the Department of Business Development, the Ministry of Commerce, certified as true copy by the authorized representative(s) of such juristic person, and a copy of the identification card of the authorized representative(s) certified as true copy by the authorized representative(s) must be provided.

- In case of foreign juristic persons, a copy of the affidavit issued not more than one year by the relevant authority in the country where the juristic person is established, certified as true copy by the authorized representative(s), and a copy of the passport of the authorized representative(s) certified as true copy by the authorized representative(s) must be provided. If the certification of the documents were made in a foreign country, further certification of the signatures by a notary public or an office or a person authorized to certify signatures as generally accepted is also required.

- If using a fingerprint in lieu of a signature, a fingerprint of the left thumb must be affixed together with the wordings "fingerprint of the left thumb of ....." accompanied by the signatures of two witnesses attesting to the genuineness of such fingerprint. A copy of the identification card or civil servant identification card certified as true copy by the witnesses must also be provided.

1.3 In case of a deceased shareholder, the executor of the estate of the deceased may attend the meeting in person or appoint a proxy. A copy of the court's order appointing the executor certified as true copy by the executor must be provided.

1.4 In case of a minor shareholder, the father, mother or legal guardian of the shareholder may attend the meeting in person or appoint a proxy. A copy of the household registration or birth certificate or any other identification document of the minor shareholder certified as true copy by the father, mother or legal guardian of the shareholder must be provided.

1.5 In case of an incompetent or quasi-incompetent shareholder, the guardian or custodian of the shareholder may attend the meeting in person or appoint a proxy. A copy of the court's order appointing the guardian or custodian certified as true copy by the guardian or custodian must be provided.

2. Shareholders who do not wish to attend the e-meeting

For shareholders who are unable to attend the e-meeting by themselves, the Company recommends that they appoint an Independent Director (per Enclosure 10) as their proxy to attend the meeting on their behalf by using only one of the Proxy Forms A, B and C (per Enclosure 12).

Submission of Questions in Advance

Shareholders may submit questions relating to each agenda item in advance by submitting the Question Form for Shareholders' Meeting (per Enclosure 13), by email to corporate_secretary@nationgroup.com within April 16 ,2026. The Company will compile the questions for each agenda items to be recorded in the minutes of the meeting after the meeting is adjourned.

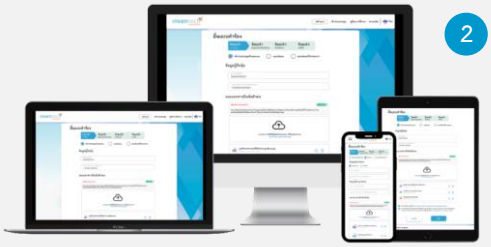
Shareholders or proxies who attend the meeting can also ask questions during the meeting.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at https://con.inventech.co.th/NATION523945R/#/homepage or scan QR Code and follow the steps as shown in the picture



** Merge user accounts, please using the same email and phone number **

1 Click link URL or scan QR Code in the letter notice Annual General Meeting

2 Choose type request for request form to 4 step

Step 1 Fill in the information shown on the registration

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, The system will display information again to verify the exactitude of the information

3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from **April 8, 2026 at 8:30 a.m. and shall be closed on April 20, 2026 Until the end of the meeting.**

3. The electronic conference system will be available on **April 20, 2026 at 2:00 p.m. (2 hours before the opening of the meeting).** Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by April 16 2026 at 5.00 p.m.

Company Name	Nation Group (Thailand) Public Company Limited
Department	Company Secretary
Address	1854 9th Floor, Debaratna Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260

If you have any problems with the software, please contact Inventech Call Center

02-460-9229

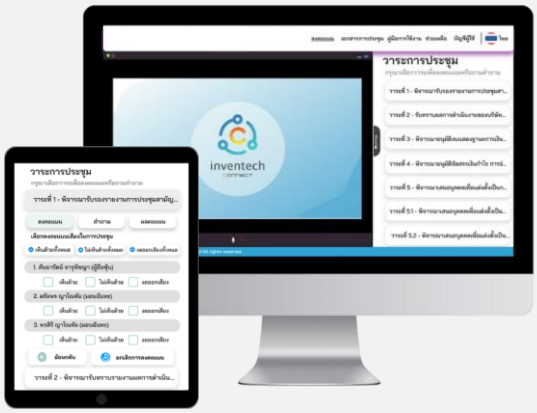
@inventechconnect

The system available during April 8 - 20, 2026 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)

Report a problem
@inventechconnect

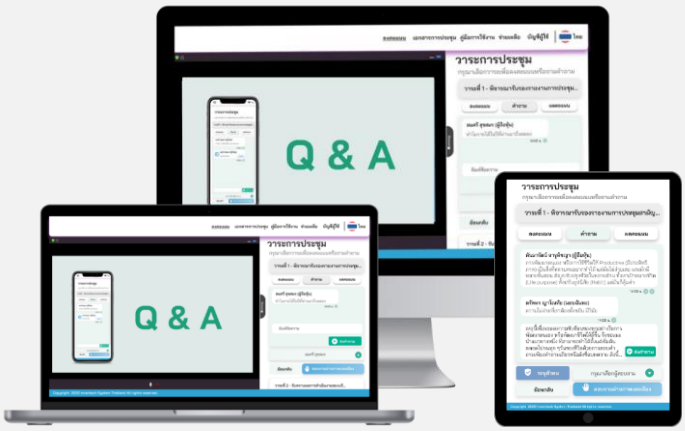
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

1. Get email and password that you received from your email or request OTP
2. Click on “Register” button, the system has already registered and counted as a quorum.
3. Click on “Join Attendance”, Then click on “Accept” button
4. Select which agenda that you want to vote
5. Click on “Vote” button
6. Click the voting button as you choose
7. The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on “Question” button

1. Ask a question
   - Type the question then click “Send”
2. Ask the question via video
   - Click on “Conference”
   - Click on “OK” for confirm your queue
   - Please wait for the queue for you then your can open the microphone and camera

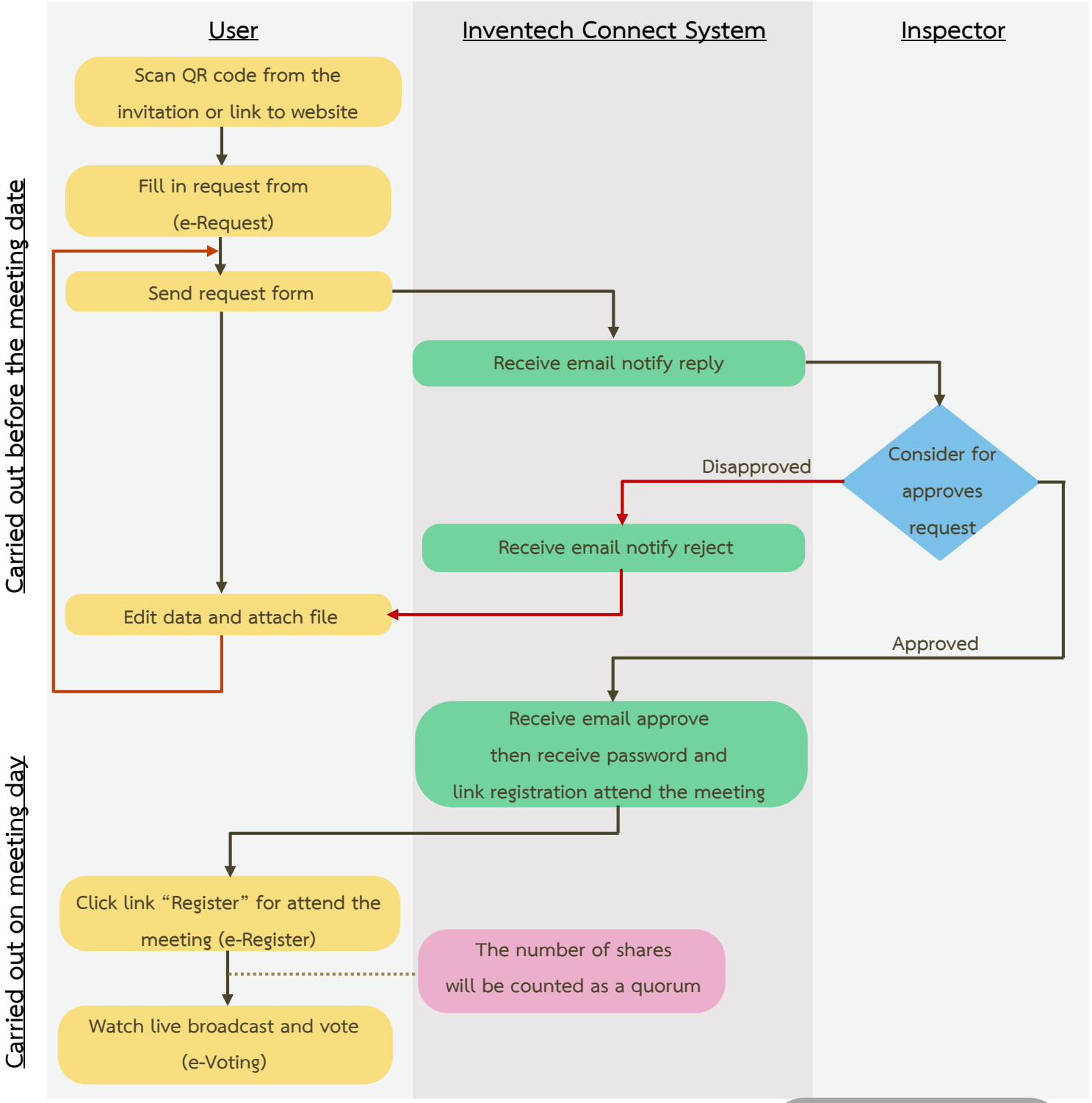
How to use Inventech Connect

User Manual and Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
   - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
   - High Quality Video: Must be have internet speed at 1.0 Mbps.
   - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
   - Smartphone/Tablet that use IOS or android OS.
   - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** The system does not supported internet explorer.

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on “Register to leave the quorum”, the systems will be number of your shares out from the meeting base.

Enclosure 10

Brief Profiles of the Independent Director who is appointed as Proxy



Name: Mr. Thanachai Santichaikul

Position: Independent Director, Member of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Risk Management Sub-Committee

Age: 72

Qualification:
- Master of Business Administration, Thammasat University
- Bachelor of Accountancy, Chulalongkorn University
- Advanced Diploma in Auditing of Faculty of Commerce and Accountancy, Chulalongkorn University

Address: 46 Phatthanakan 65 Road, Intersection 1, Prawet Subdistrict, Prawet District, Bangkok 10250

Date of appointment as a committee member : October 31, 2018

Training Course : **Thai Institute of Directors Association (IOD)**
- Director Certification Program (DCP) Class 18/2002
- Director Certification Program (DCP) Class 1/2005
- Successful Formulation & Execution of Strategy (SFE) Class 3/2009
- Director Refreshment Training Program (RFP) Class 7/2022

No. of Shares Held as at March 16, 2026 : - Share

Current position in another listed company.

Feb 21, 2025 - present	Independent Director and Member of the Audit Committee Eastern Power Group Plc.
July 1 , 2022 - present	Director and Member of the Executive Committee Salee Printing Plc.
2013 - Present	Independent Director and Member of the Audit Committee Eastern Polymer Group Plc.

Positions in non - listed companies on the Stock Exchange of Thailand (SET)

Mar 20,2025 - present	Director SKY CC Plc.
Aug 11, 2025 - present	Member of the Risk Management Committee SKY CC Plc.
May 29, 2024 - present	Director Happy Products and Service Co., Ltd
May 7, 2024 - present	Director Liberator Digital Asset Co., Ltd
Feb, 2024 - present	Director Liberator Holding Co., Ltd.
Aug 8, 2022 - present	Director and Member of the Executive Committee Liberator Company Limited
Aug 2018 - Present	Independent Director and Chairman of the Board of Directors AIM Real Estate Management Co., Ltd.
2016 - Present	Independent Director and Chairman of the Board of Directors AIM Reit Management Co., Ltd.
2016 - Present	Member of the Audit Committee and Chairman of the Board of Directors Siam Syndicate Technology Co., Ltd.
2012 - present	Group of Companies AdvisorAdvisor V I V Interchem Co., Ltd. (Chemical distribution company)
2021 - May 2024	Executive Board Chulalongkorn University Bookstore
2007 - present	Advisor Publishers and Booksellers Association of Thailand
2012 - June 2020	Member of the Audit Committee Chulalongkorn University
2012 - 2020	Member of the Accounting Profession Committee for Bookkeeping Federation of Accounting Professions Under the Royal Patronage of His Majesty the King
1976 - 1978	Auditor KPMG Phoomchai Audit Co., Ltd. (Former name: SGV Audit Office at (Thalang)

Having a special interest in the meeting agenda.

No vested interest in any of the agenda items presented for consideration at this meeting.

Special interest in the agenda.

: No conflicts of interest exist with respect to any agenda items proposed for consideration at this meeting.

Relationship Characteristics:

Item	Relationship Characteristics
Being related persons or close relatives to management or major shareholders of the company and its subsidiaries	- None -
Having relationship in any of these characteristics to the company, its subsidiaries, affiliated company, major shareholders or any juristic entity which may cause conflict of interest to the Company during the past 2 years 1. Being a director and participate in day-to-day business, or being an officer, employee or consultant who receives regular salary	- None -
2. Being a professional service provider(such as Auditor or Legal Consultant)	- None -
3. Having business relationship (such as buy/sell goods, giving financial support such as borrowing or lending, etc.)	- None -

Information holding the post of the Company's Director and Meeting Attendance in 2025

Holding the post of the Company's Director As of December 31,2024	The Meeting Attendance in 2025		
	The Board of Directors Meeting	The Audit Committee Meeting	The Meeting of Shareholders
7 year 2 months (Appointed as a director since October 31, 2018)	7/7	5/5	2/2

หนังสือเชิญประชุม
Notice of Meeting
บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)
NATION GROUP (THAILAND) PUBLIC COMPANY LIMITED

เรื่อง กำหนดการประชุมสามัญผู้ถือหุ้น
Subject Schedule of Annual General Meeting of Shareholders

วันที่ 31 มีนาคม 2569
Date

เรียน
To
บ้านเลขที่
Address

เลขทะเบียนผู้ถือหลักทรัพย์
Shareholder's Registration No.

สิ่งที่ส่งมาด้วย เอกสารประกอบการประชุม ฯลฯ
Attachment Details of meeting document

โดยผู้ถือหลักทรัพย์จำนวนทั้งสิ้นรวม หุ้น/หน่วย
Holding the total amount of shares/units

หุ้นสามัญ หุ้น/หน่วย
Ordinary share shares/units

หุ้นบุริมสิทธิ หุ้น/หน่วย
Preferred share shares/units

ข้อมูลบริษัท / หลักทรัพย์
Company / Securities Information

https://www.set.or.th/set/tsd/meetingdocument.do?symbol=NATION&date=260420

โดยมีวาระการประชุมตามแนบท้าย
The meeting agenda is attachment

วันที่ประชุม : วันจันทร์ที่ 20 เมษายน 2569 เวลา 16:00 น.
Meeting Date : Monday, April 20, 2026 at 16:00 hrs.
สถานที่ประชุม/ช่องทางสอบถามข้อมูล (Meeting Venue / Channel for asking Information) :
การประชุมผ่านสื่ออิเล็กทรอนิกส์
Electronic meeting

ข้าพเจ้า.....เป็น[ ]ผู้ถือหลักทรัพย์ [ ]หรือผู้รับมอบฉันทะ
I/We am/are shareholder or proxy of a shareholder

ของ บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)
of NATION GROUP (THAILAND) PUBLIC COMPANY LIMITED

หมายเลขบัตรประจำตัวประชาชน.....ได้มาเข้าร่วมการประชุมดังกล่าวข้างต้น
which the identification (ID) number attend the above mentioned meeting.

ลงชื่อ.....ผู้เข้าประชุม
Sign Meeting Attendee

(.....)

เพื่อความสะดวกในการลงทะเบียนผู้ถือหลักทรัพย์หรือผู้รับมอบฉันทะที่จะมาประชุม โปรดนำเอกสารชุดนี้มาด้วย บริษัทขอสงวนสิทธิไม่รับลงทะเบียน
กรณีที่เอกสารหรือหลักฐานไม่ครบถ้วนหรือไม่ถูกต้องหรือไม่เป็นไปตามเงื่อนไข
ท่านสามารถค้นหารายละเอียดระเบียบวาระการประชุม พร้อมความเห็นกรรมการในเรื่องดังกล่าว รวมทั้งสิ่งที่จะเสนอต่อที่ประชุมพร้อมรายละเอียดและเอกสารประกอบการประชุมอื่นๆ ผ่าน QR Code หรือ URL https://www.set.or.th/set/tsd/meetingdocument.do?symbol=NATION&date=260420 หรือ ติดต่อขอรับเอกสารประกอบการประชุมได้ที่บริษัทผู้ออกหลักทรัพย์ เว็บไซต์: www.nationgroup.com / โทร 02-338-3289-91 ต่อ - / email : corporate_secretary@nationgroup.com
สอบถามข้อมูลเพิ่มเติมได้ที่ SET Contact Center เว็บไซต์ : www.set.or.th/contactcenter / โทร 02 009 9999
For registration convenience, shareholders or proxy holders who will attend the meeting, please bring along this set of documents for your registration. The Company reserves the rights not to register if the supporting document or evidence is incomplete, or incorrect, or unqualified.
The details of Meeting document is available online by scanning QR Code on this form or at URL
https://www.set.or.th/set/tsd/meetingdocument.do?symbol=NATION&date=260420
You can also contact the issuer for the annual report
Website : www.nationgroup.com /Tel. +66 2-338-3289-91 Ext. - / email : corporate_secretary@nationgroup.com
For further information please contact SET Contact Center Website : www.set.or.th/contactcenter /Tel. +662 009 9999

สิ่งที่ส่งมาด้วย 12 / Enclosure 12

(ปิดอากรแสตมป์ 20 บาท / Stamp Duty THB 20)

หนังสือมอบฉันทะ แบบ ก

Proxy Form A

เขียนที่ .....
Written at

วันที่..... เดือน ..... พ.ศ. .....
Date Month Year

(1) ข้าพเจ้า ..... สัญชาติ.....
I / We Nationality

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง.....
Residing at Road Tambol / Khwaeng

อำเภอ / เขต ..... จังหวัด ..... รหัสไปรษณีย์.....
Amphur / Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ **บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)**

Being a shareholder of **Nation Group (Thailand) Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง ดังนี้
Holding the total amount of shares and having the right to vote equal to votes as follows:

หุ้นสามัญ ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง
Ordinary share shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง
Preferred share shares and having the right to vote equal to votes

(3) ขอมอบฉันทะให้ **(ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ รายละเอียด*ตามสิ่งที่ส่งมาด้วย 10.*)**

Hereby appoint (The shareholder may appoint an independent director of the company as a proxy as detailed in Enclosure 10.)

(1) .....อายุ .....ปี
age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....
Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด..... รหัสไปรษณีย์ ..... หรือ
Province Postal Code or

(2) .....อายุ .....ปี
age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....
Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด..... รหัสไปรษณีย์ .....
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ของบริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน) ในวันจันทร์ที่ 20 เมษายน 2569 เวลา 16.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น โดยถ่ายทอดจากห้องประชุมของสำนักงานของบริษัทฯ หรือที่พึงจะเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy where only one of them may attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders of Nation Group (Thailand) Public Company Limited on Monday, April 20, 2026 at 4.00 p.m., will be held by electronic meeting (E-AGM) channel only broadcasting live from the meeting room of the company's office or such other date, time and place if the meeting is adjourned.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

ลงชื่อ / Signed ..... ผู้มอบฉันทะ / Grantor

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ / Grantor

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ / Grantor

(.....)

<u>หมายเหตุ / Remark</u>

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกคะแนนเสียงได้

A shareholder who appoints a proxy must appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.

โปรดแสดงหลักฐานแสดงตนตามที่ระบุไว้ในเงื่อนไข หลักเกณฑ์ และวิธีปฏิบัติในการเข้าร่วมประชุม รายละเอียดตาม <u>สิ่งที่ส่งมาด้วย 9.</u>

Please present evidence as specified in Conditions, Rules and Procedures to Attend the Meeting <u>Enclosure 9.</u>

สิ่งที่ส่งมาด้วย 12 / Enclosure 12

(ปิดอากรแสตมป์ 20 บาท / Stamp Duty THB 20)

หนังสือมอบฉันทะ แบบ ข

Proxy Form B

เขียนที่ .....
Written at

วันที่..... เดือน ..... พ.ศ. .....
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We nationality

อยู่บ้านเลขที่ _____
Address

(2) เป็นผู้ถือหุ้นของ **บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)**
being a shareholder of **Nation Group (Thailand) Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of shares and have the rights to vote equal to votes as follows:

❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares and have the right to vote equal to votes

❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share shares and have the right to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ รายละเอียด**ตามสิ่งที่ส่งมาด้วย 10**)
Hereby appoint (The shareholder may appoint an independent director of the company as a proxy as detailed in **Enclosure 10.**)

❑ 1. ชื่อ นายธนะชัย สันติชัยกูล อายุ 72 ปี อยู่บ้านเลขที่ 46
Name Mr. Thanachai Santichaikul , Independent Director, Member of the Audit Committee,. Age 72 years, Address 46
ถนน พัฒนาการ 65 แยก 1 ตำบล/แขวง ประเวศ อำเภอ/เขต ประเวศ
Road Phatthanakan 65 Road, Intersection 1 Tambol/Khwaeng Prawet Amphur/Khet Prawet
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10250 หรือ
Province Bangkok Postal Code 10250 or

❑ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years , residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ในวันจันทร์ที่ 20 เมษายน 2569 เวลา 16.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น โดยถ่ายทอดจากห้องประชุมของสำนักงานของบริษัท หรือที่พึงจะเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As my/our proxy where only one of them may attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on Monday, April 20, 2026 at 4.00 p.m., will be held by electronic meeting (E-AGM) channel only broadcasting live from the meeting room of the company's office or such other date, time and place if the meeting is adjourned.

(4) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้.-
I/we authorize the proxy holder to attend the meeting and vote as this meeting as follows:

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects, or

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:

วาระที่ 1 รับทราบเรื่องที่ประธานฯ แจ้งเพื่อทราบ

Agenda 1 To acknowledge the Chairman's notifications

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2568 ซึ่งประชุมเมื่อวันที่ 31 ตุลาคม 2568

Agenda 2 To consider and adopt the Extraordinary General Meeting of Shareholders No. 1/2025 held on October 31, 2025.

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 3 รับทราบรายงานผลการดำเนินงานของบริษัท สำหรับปี 2568

Agenda 3 To acknowledge the operating results of the Company for the year 2025.

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 พิจารณาอนุมัติงบฐานะการเงินและงบกำไรขาดทุน สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2568

Agenda 4 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2025.

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณาอนุมัติงดการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมายและงดจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี2568

Agenda 5 To consider and approve the non-allocation of the net profit as legal reserve and the omission of dividend payments for the operating results of 2025.

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณาอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda 6 To consider and approve the re-election of directors to replace those retiring by rotation

❑ เห็นด้วยกับการแต่งตั้งกรรมการทั้งชุด_____เสียง
Approve the election of the entire Board of Directors,

❑ เห็นด้วยกับการแต่งตั้งกรรมการรายบุคคล ดังนี้
Approve the election of the individual certain directors as follows:

6.1 ชื่อกรรมการ : นายฉาย บุนนาค

Name of Director : Mr. Shine Bunnag

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

6.2 ชื่อกรรมการ : นายอภิวุฒิ ทองคำ

Name of Director : Mr. Apivut Thongkam

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 7 พิจารณาอนุมัติแต่งตั้งกรรมการเข้าใหม่ แทนกรรมการที่ออกตามวาระและไม่ประสงค์จะต่อวาระ

Agenda 7 To consider and approve the appointment of a new director replacing the director who retires by rotation and does not wish to renew the term.

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 8 พิจารณาอนุมัติการกำหนดค่าตอบแทนของกรรมการของบริษัท และคณะกรรมการชุดย่อย ประจำปี 2569

Agenda 8 To consider and approve the determination of the remuneration of the Company's directors and sub-committees for 2026

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 9 พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีประจำปี 2569

Agenda 9 To consider and approve the appointment of the auditors and the determination renumeration of the auditors fee for 2026

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 10 พิจารณาอนุมัติการลดทุนจดทะเบียนบริษัทฯ จำนวน 4,995,788,033.21 บาท จากทุน จดทะเบียน จำนวน 14,373,495,278.89 บาท เป็นจำนวน 9,377,707,245.68 บาท โดยการตัดหุ้นสามัญจดทะเบียนที่ยังไม่ได้จำหน่ายจำนวน 9,426,015,157 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.53 บาท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนบริษัทฯ

Agenda 10 To consider and approve the reduction of the Company's registered capital by 4,995,788,033.21 Baht (from 14,373,495,278.89 Baht to 9,377,707,245.68 Baht) by cancelling 9,426,015,157 unissued registered ordinary shares with a par value of 0.53 Baht per share, and the amendment to Clause 4 of the Memorandum of Association to align with the reduction of the Company's registered capital.

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 11 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 11 To consider other business (if any)

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instruction specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as the proxy may see fit in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting instruction specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ.....ผู้มอบฉันทะ

(.....)

Signed Grantor

ลงชื่อ.....ผู้รับมอบฉันทะ

(.....)

Signed Proxy

หมายเหตุ:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุด หรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข ตามแนบ
4. โปรดแสดงหลักฐานแสดงตนตามที่ระบุไว้ในเงื่อนไข หลักเกณฑ์ และวิธีปฏิบัติในการเข้าร่วมประชุม รายละเอียดตาม สิ่งที่ส่งมาด้วย 9

Remarks:

1. A shareholder who appoints a proxy must appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.
2. In the agenda relating the election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
3. In case there are additional agenda items other than those specified above, the shareholder may fill in the Attachment to Proxy Form B as enclosed.
4. Please present evidence as specified in Conditions, Rules and Procedures to Attend the Meeting Enclosure 9.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น โดยถ่ายทอดจากห้องประชุมของสำนักงานของบริษัท **ในวันจันทร์ที่ 20 เมษายน 2569 เวลา 16.00 น.** หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Proxy appointment by a shareholder of Nation Group (Thailand) Public Company Limited in respect of the 2026 Annual General Meeting to be held as an e-meeting on **April 20, 2026 at 4.00 p.m.** channel only broadcasting live from the meeting room of the company's office or such other date, time and place if the meeting is adjourned.

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

สิ่งที่ส่งมาด้วย 12 / Enclosure 12

(ปิดอากรแสตมป์ 20 บาท / Stamp Duty THB 20)

หนังสือมอบฉันทะ แบบ ค

Proxy Form C

เขียนที่ _____
Written at

วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____
I/We Nationality Address

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Kwaeng Amphur/Khet

จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____
As the custodian of

(2) เป็นผู้ถือหุ้นของ **บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)**
Being a shareholder of **Nation Group (Thailand) Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have the rights to vote equal to votes as follows:

❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares and have the right to vote equal to votes

❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share shares and have the right to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ รายละเอียด**ตามสิ่งที่ส่งมาด้วย 10**)
Hereby appoint (The shareholder may appoint an independent director of the company as a proxy as detailed in **Enclosure 10.**)

❑ 1. ชื่อ นายธนะชัย สันติชัยกูล อายุ 72 ปี อยู่บ้านเลขที่ 46
Name Mr. Thanachai Santichaikul, Independent Director, Member of the Audit Committee . Age 72 years, Address 46
ถนน ซ.พัฒนาการ 65 แยก 1 ตำบล/แขวง ประเวศ อำเภอ/เขต ประเวศ
Road Phatthanakan 65 Road, Intersection 1 Tambol/Khwaeng Prawet Amphur/Khet Prawet
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10250 หรือ
Province Bangkok Postal Code 10250 or

❑ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years , residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ในวันจันทร์ที่ 20 เมษายน 2569 เวลา 16.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น โดยถ่ายทอดจากห้องประชุมของสำนักงานของบริษัท หรือที่พึงจะเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

As my/our proxy where only one of them may attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on April 20, 2026 at 4.00 p.m., will be held by electronic meeting (E-AGM) channel only broadcasting live from the meeting room of the company's office or such other date, time and place if the meeting is adjourned.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We authorize the proxy to attend the meeting and vote as follows:

❑ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Grant my/our proxy the rights to vote in accordance with the total number of shares held and entitled to vote.

❑ มอบฉันทะบางส่วน คือ

Grant my/our proxy the rights to vote partially as follows:

❑ หุ้นสามัญ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
Ordinary share: Shares and having the rights to vote equal to votes.

❑ หุ้นบุริมสิทธิ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
Preference share: Shares and having the rights to vote equal to votes.

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด_____เสียง
Totaling votes.

(5) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We authorize the proxy to attend the meeting and vote as follows:

วาระที่ 1 รับทราบเรื่องที่ประธานฯ แจ้งเพื่อทราบ

Agenda 1 To acknowledge the Chairman's notifications

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นประจำปี 2568 ซึ่งประชุมเมื่อวันที่ 31 ตุลาคม 2568

Agenda 2 To consider and adopt the Extraordinary General Meeting of Shareholders No. 1/2025 held on October 31, 2025.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 3 รับทราบรายงานผลการดำเนินงานของบริษัทฯ สำหรับปี 2568

Agenda 3 To acknowledge the operating results of the Company for the year 2025.

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 พิจารณาอนุมัติงบฐานะการเงินและงบกำไรขาดทุน สำหรับรอบระยะเวลาบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2568

Agenda 4 To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2025.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณาอนุมัติงดจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมายและงดจ่ายเงินปันผลจากผลสำหรับผลการดำเนินงานประจำปี 2568

Agenda 5 To consider and approve the non-allocation of the net profit as legal reserve and the omission of dividend payments for the operating results of 2025.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณาอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda 6 To consider and approve the re-election of directors to replace those retiring by rotation

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วยกับการแต่งตั้งกรรมการทั้งชุด_____เสียง
Approve the election of the entire Board of Directors, votes

❑ เห็นด้วยกับการแต่งตั้งกรรมการรายบุคคล ดังนี้
Approve the election of the individual certain directors as follows:

6.1 ชื่อกรรมการ : นายฉาย บุนนาค

6.1 Name of Director : Mr. Shine Bunnag

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

6.2 ชื่อกรรมการ : นายอภิวุฒิ ทองคำ

6.2 Name of Director : Mr. Apivut Thongkam

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 7 พิจารณาอนุมัติแต่งตั้งกรรมการเข้าใหม่ แทนกรรมการที่ออกตามวาระและไม่ประสงค์จะต่อวาระ

Agenda 7 To consider and approve the appointment of a new director replacing the director who retires by rotation and does not wish to renew the term.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง ❑ ไม่เห็นด้วย_____เสียง ❑ งดออกเสียง_____เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 8 พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการของบริษัทและกรรมการชุดย่อย ประจำปี 2569

Agenda 8 To consider and approve the determination of remuneration of the Company's directors and sub-committees for 2026.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง Approve votes ❑ ไม่เห็นด้วย_____เสียง Disapprove votes ❑ งดออกเสียง_____เสียง Abstain votes

วาระที่ 9 พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีประจำปี 2569

Agenda 9 To consider and approve the appointment of the auditors and the determination renumeration of the auditor fee for 2026

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง Approve votes ❑ ไม่เห็นด้วย_____เสียง Disapprove votes ❑ งดออกเสียง_____เสียง Abstain votes

วาระที่ 10 พิจารณาอนุมัติการลดทุนจดทะเบียนบริษัทฯ จำนวน 4,995,788,033.21 บาท จากทุน จดทะเบียน จำนวน 14,373,495,278.89 บาท เป็นจำนวน 9,377,707,245.68 บาท โดยการตัดหุ้นสามัญจดทะเบียนที่ยังไม่ได้จำหน่ายจำนวน 9,426,015,157 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.53 บาท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนบริษัทฯ

Agenda 10 To consider and approve the reduction of the Company's registered capital by 4,995,788,033.21 Baht (from 14,373,495,278.89 Baht to 9,377,707,245.68 Baht) by cancelling 9,426,015,157 unissued registered ordinary shares with a par value of 0.53 Baht per share, and the amendment to Clause 4 of the Memorandum of Association to align with the reduction of the Company's registered capital.

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง Approve votes ❑ ไม่เห็นด้วย_____เสียง Disapprove votes ❑ งดออกเสียง_____เสียง Abstain votes

วาระที่ 11 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 11 To consider other business (if any)

❑ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

❑ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

❑ เห็นด้วย_____เสียง Approve votes ❑ ไม่เห็นด้วย_____เสียง Disapprove votes ❑ งดออกเสียง_____เสียง Abstain votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instruction specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as the proxy may see fit in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting instruction specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ.....ผู้มอบฉันทะ

(.....)

Signed Grantor

ลงชื่อ.....ผู้รับมอบฉันทะ

(.....)

Signed Proxy

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

   This Proxy Form C is used only by any shareholder whose name is recorded in the shareholder register as a foreign investor who has appointed a custodian in Thailand as trustee of the shareholder's shares.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

   The following evidence must be enclosed to the proxy form:

   (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

   A power-of-attorney granted by the shareholder to the custodian authorizing the custodian to sign the proxy form on the shareholder's behalf.

   (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

   A letter confirming that the authorized signatory of the proxy form is licensed to operate the custodian business.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกคะแนนเสียงได้

   A shareholder who appoints a proxy must appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุด หรือเลือกตั้งกรรมการเป็นรายบุคคล

   In the agenda relating the election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.

5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามาระระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค ตามแนบ

   In case there are additional agenda items other than those specified above, the shareholder may fill in the Attachment to Proxy Form C as enclosed.

6. โปรดแสดงหลักฐานแสดงตนตามที่ระบุไว้ในเงื่อนไข หลักเกณฑ์ และวิธีปฏิบัติในการเข้าร่วมประชุม รายละเอียดตาม สิ่งที่ส่งมาด้วย 9

   Please present evidence as specified in Conditions, Rules and Procedures to Attend the Meeting Enclosure 9.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค

Attachment to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เพียงรูปแบบเดียวเท่านั้น โดยถ่ายทอดจากห้องประชุมของสำนักงานของบริษัท **ในวันจันทร์ที่ 20 เมษายน 2569 เวลา 16.00 น.** หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Proxy appointment by a shareholder of Nation Group (Thailand) Public Company Limited in respect of the 2026 Annual General Meeting to be held as an e-meeting on **April 20, 2026 at 4.00 p.m.** channel only broadcasting live from the meeting room of the company's office or such other date, time and place if the meeting is adjourned.

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ **เรื่อง** _____

Agenda item **Subject**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall vote in accordance with my/our instruction as follows:

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

แบบคำถามสำหรับการประชุมสามัญผู้ถือหุ้น ประจำปี 2569
ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM)

(Questions from shareholders for the 2026 Annual General Meeting of Shareholders via electronic meeting (E-AGM))

■ ข้าพเจ้า (นาย/นาง/นางสาว/อื่นๆ) (โปรดระบุชื่อ-นามสกุล) / I,(Mr./Mrs./Miss/Other) (please specify name-surname)

.....

■ กรุณาทำเครื่องหมาย ✓ ในช่อง ( ) / Please indicate with ✓ in the blank ( )

( ) ผู้ถือหุ้น / a shareholder

( ) ผู้รับมอบฉันทะจากผู้ถือหุ้นชื่อ .....

a proxy granted by shareholder, namely

มีคำถามเกี่ยวกับวาระต่างๆ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ดังนี้

I wish to submit question(s) of agenda for the 2026 Annual General Meeting of Shareholders as follows:

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หมายเหตุ เมื่อกรอกรายละเอียดข้างต้นเรียบร้อยแล้ว โปรดส่งกลับมายังบริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน) ภายในวันที่ 16 เมษายน 2569 หรือ ส่งมาที่ email: corporate_secretary@nationgroup.com

Remark : Please send the completed form to Nation Group (Thailand) Public Company Limited within April 16, 2026. Email: corporate_secretary@nationgroup.com

Privacy Policy for the Shareholders' Meeting of Nation Group (Thailand) Public Company Limited

This Privacy Policy ("Privacy Policy") describes how Nation Group (Thailand) Public Company Limited (the "Company") collects, uses and/or discloses your personal data as a shareholder, proxy, custodian or the authorized person to act on behalf of a corporate shareholder for the Company's meeting of the Shareholders/securities holders.

1. Personal data collected by the Company

The Company may collect your following personal data from you directly:

1) **Personal Data** such as name, last name, genre, nationality, occupation, date of birth, status, photograph, picture, voice recording, signature, identification number, passport number, taxpayer identification number, government official identification number, company registration certificate, business certificate (such as custodian) including information on driving license or information on any other cards issued by government authorities, details regarding shares/securities holding (such as corporate holder, number of share/securities held, share/securities number, category, shareholding proportion), details on proxy (name, address of the proxy, name of the Company's independent director), information regarding voting at the meeting (such as your voting at each agenda whether you agree, disagree or abstain etc.) and/or dividend amount.

2) **Contact Information** such as address, phone number, mobile phone number and/or e-mail

3) **Financial Information** such as information regarding bank account (such as account name, account number, name of the bank, swift code, account location) and/or information on the relevant contracts such as Share Purchase Agreement

4) Sensitive Information such as health information (for the purpose of screening and control of communicable or epidemic disease)

The Company will not collect, use and/or disclose sensitive personal data unless the Company has obtained an explicit consent from you or it is legally permissible to do so.

2. Purposes and legal ground which the Company relies on for the collection, use and/or disclosure of your personal data

Apart from obtaining your consent in the case that it is legally required, to collect, use and/or disclose your personal data for the following purposes, the Company may rely on or hold to (1) contractual basis - for entering into an agreement or executing an agreement with you or performing contractual obligations to you; (2) legal obligation basis - for the legal compliance of the Company; (3) basis of lawful benefit of the Company and third parties; (4) basis of protecting or preventing harm against the life, body, or health of a person; and/or (5) public interest basis - for the performance of duty in carrying out a task for the public interest of or the performance of duty in exercising the state's power or other legal grounds as permissible under the law on personal data protection (as the case may be):

1) Identity check and verification and proceeding as you requested
2) Holding the meeting of shareholders/securities holders and proceeding regarding voting and vote counting at the meeting of shareholders/securities holders
3) Preparing the register book of shareholders/securities holders or preparing title documents for holding or transferring, issuing of new share/securities certificate and/or splitting share/securities certificates for the sale and purchase and/or exchange of share/securities
4) Dividend payment to the shareholders/securities holders
5) Security and maintaining security for the Company's business
6) Compliance with rules, regulation and articles of association of the Company, including laws and/or legitimate orders of the courts, regulatory authorities, government agencies, and/or state organizations
7) Exercising of rights or protecting the legitimate interest of the Company as necessary, such as auditing and protecting fraud, crime or non-compliance with laws
8) Public interest for protecting third parties who are in the premises or places under the Company's supervision
9) Protecting or preventing harm against your life, body, health, or properties or those of third parties (as the case may be)

If you cannot provide the personal data as requested by the Company, the Company may not authorize your participation in the meetings held by the Company.

3. Disclosure or transfer of your personal data to third parties

The Company may disclose your personal data to Nation Group (Thailand) Public Company Limited, the Company's business partners, securities depository, service providers (such as the company providing services on registration system and vote counting), consultants, law enforcing agencies, courts, state officials, state agencies, and regulatory authorities.

4. Transfer of your personal data to foreign countries

The Company may disclose or transfer your personal data to foreign countries with a personal data protection standard that is higher or lower than that of Thailand. The Company shall proceed per the procedures required by the law.

5. Period of Retention of Personal Data

The Company retains your personal data for as long as it is necessary to fulfil the purposes for which the Company collected it. The Company may retain your personal data longer if it is necessary for the Company's compliance with applicable laws.

6. Your rights as a data subject

Subject to the applicable laws and legal exemptions thereunder, you may have the rights to access to and obtain a copy of your personal data, to request the Company to disclose the acquisition of your personal data without your consent, to transfer, amend, erase, destroy, and anonymize your personal data, including to object and suspend the collection, use and/or disclosure of your personal data in certain cases. The Company may withdraw your consent in the case that the Company is relying on such consent.

7. Safety measure

The Company has prepared adequate personal data protection safety measure which includes administrative safety measure, technical safety measure and physical safety measure in relation to the access or control of the access to personal data to maintain the confidentiality, accuracy, and completeness, and readiness for the use of personal data for the purpose of avoidance of loss, access, use, change, amendment or disclosure of personal data without uthority or improperly.

8. Company contact information

Should you have any questions, inquiries, or requests to exercise the rights in relation to your personal data, please kindly contact the Company at

Nation Group (Thailand) Public Company Limited
No. 1854 9th Floor, Debaratna Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260
Tel.: 02-338-3289-91
E-mail address : corporate_secretary@nationgroup.com

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