



## MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

### Minutes of the Annual General Meeting of Shareholders 2026

#### Muangthai Capital Public Company Limited

##### Date, Time and Place

The meeting was held on Wednesday 22<sup>nd</sup> April 2026, at 10.00 a.m. via electronic media (E-AGM), in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and its amendments. The meeting was broadcast from the Suk Samakkee Conference Room (5th Floor), Muangthai Capital Public Company Limited, No. 332/1 Jaransanitwong Road, Bang Phlat, Bangkok.

The Company informed shareholders in advance regarding the meeting format, general Company information, voting procedures, and criteria. Furthermore, the proceedings were recorded in video format and will be available on the Company's website by the next business day.

Muangthai Capital Public Company Limited has a registered and paid-up capital of 2,120,000,000 Baht, consisting of 2,120,000,000 ordinary shares with a par value of 1 Baht per share. At the commencement of the meeting, there were a total of 1,564 shareholders present, either in person or by proxy, representing an aggregate of 1,842,869,980 shares, or 86.9278 percent of the total issued and outstanding shares. This constituted a quorum in accordance with the Company's Articles of Association. Of the total attendance, 34 shareholders participated via electronic conference, holding 1,330,345,410 shares, while 1,530 proxies represented shareholders holding 512,524,570 shares.

The Company set 4<sup>th</sup> March 2026, as the Record Date to determine the shareholders entitled to attend.

##### Present Director

- |                  |              |   |
|------------------|--------------|---|
| 1. Adm. Apichart | Pengsritong  | Chairman of the Board of Directors /<br>Chairman of the Nomination and Remuneration<br>and Independent Director   |
| 2. Mrs. Kongkaew | Piamduaytham | Chairman of the Audit Committee /<br>Chairman of the Corporate Governance and Sustainability<br>Committee and Independent Director  |
| 3. Mr. Suchart   | Suphayak     | Chairman of the Risk Management Committee /<br>Member of the Audit Committee /<br>Member of the Nomination and Remuneration Committee<br>and Independent Director           |
| 4. Mrs. Nongnuch | Dawasuan     | Member of the Audit Committee /<br>Member of the Risk Management Committee /<br>Member of the Corporate Governance and Sustainability<br>Committee and Independent Director |
| 5. Mrs. Daonapa  | Patcharachai | Managing Director and Director  |



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- |                 |              |   |
|-----------------|--------------|---|
| 6. Dr. Suksit   | Patcharachai | Member of the Nomination and Remuneration Committee /<br>Member of the Corporate Governance and Sustainability<br>Committee / Member of the Risk Management Committee<br>and Director |
| 7. Mr. Parithad | Petampai     | Chief Executive Officer /<br>Member of the Risk Management Committee and Director   |

A total of 7 directors were in attendance, representing 100.00 percent of the Board of Directors.

### Executive who attended the meeting:

- |                   |                  |   |
|-------------------|------------------|---|
| 1. Mr. Surapong   | Pechaumpai       | Senior Deputy Managing Director                               |
| 2. Mr. Surat      | Chayavoradech    | Deputy Managing Director and<br>Chief Financial Officer (CFO) |
| 3. Mr. Kitsada    | Kuruchitkosol    | Assistant Treasury and Corporate Finance Manager              |
| 4. Mr. Kanechchan | Santisombutkasam | Assistant Compliance Specialist                               |
| 5. Ms. Chutharat  | Thingkot         | Company Secretary   |

### The auditor who attended the meeting:

- |                |                 |   |
|----------------|-----------------|---|
| 1. Ms. Orawan  | Chunhakitpaisan | Auditor from KPMG Phoomchai Audit Co., Ltd. |
| 2. Ms. Chavisa | Taethaworn      | Auditor from KPMG Phoomchai Audit Co., Ltd. |

### Legal advisor who attended the meeting:

- |                       |             |   |
|-----------------------|-------------|---|
| 1. Ms. Varisa         | Soonyakanit | Legal advisor from Chandler Mori Hamada Co., Ltd. |
| 2. Ms. Jongkotchakorn | Phantophas  | Legal advisor from Chandler Mori Hamada Co., Ltd. |

In order to comply with the best practices for Annual General Meetings of listed companies regarding vote counting, Ms. Varisa Soonyakanit, a legal adviser from Chandler MHM Limited, acted as a vote-counting observer. Additionally, Ms. Orawan Chunhakitpaisan, an auditor from KPMG Phoomchai Audit Ltd., served as a witness to the vote counting and oversaw the proceedings to ensure the meeting was conducted in accordance with the law and the Company's Articles of Association.

**The Company Secretary** informed the meeting that the 2026 Annual General Meeting of Shareholders was conducted via electronic means in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), as amended. Muangthai Capital Public Company Limited Engaged Quidlab Co., Ltd. (the "Service Provider") to provide the electronic meeting system, which complies with the Notification of the Ministry of Digital Economy and Society on Security Standards for Electronic Meetings, B.E. 2567 (2024), and has been certified for its meeting control system by the Electronic Transactions Development Agency (ETDA). Shareholders were able to attend the meeting conveniently via computers, laptops, tablets, or mobile devices. In addition, the Company arranged for the Service Provider to record both audio and video of the meeting throughout the live broadcast and to retain



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records of all attendees as evidence in accordance with applicable laws. The Company had also informed shareholders in advance of the meeting format, including the user manual and procedures for attending the electronic meeting (E-AGM), the proxy appointment procedures, and the registration website, together with the Notice of the Meeting.

Prior to commencing the meeting agenda, the Chairman requested the Company Secretary to outline the Company's meeting procedures and voting protocols for the 2026 Annual General Meeting of Shareholders.

**The Company Secretary** informed the meeting of the voting procedures and requested shareholders to comply with the voting process and criteria, which may be summarized as follows:

■ **Voting Procedures**

1. Each shareholder shall have votes equal to the number of shares held, with one share equivalent to one vote.
2. Voting on each agenda shall be conducted openly. Shareholders or proxies must cast their votes in one of the following options: "Approve", "Disapprove", or "Abstain". Splitting of votes is not permitted, except in the case of foreign shareholders who have appointed a custodian in Thailand to hold their shares, whereby such custodian may split votes into "Approve", "Disapprove", or "Abstain" for each agenda in proportion to the number of shares held.
3. The Company shall allocate one (1) minute for voting on each agenda.

■ **Voting Process**

1. To cast a vote, shareholders are requested to select the "Voting" menu, where the voting options for each agenda will be displayed. Shareholders must select one of the following options: "Approve", "Disapprove", or "Abstain", and then click "Submit". Upon successful submission, a confirmation message stating "Vote submitted successfully" will appear, which shall be deemed as a complete and valid submission of the vote. Voting for each agenda will be conducted through the E-Voting system.
2. The Company will provide a countdown period of one (1) minute for voting. Shareholders may cast, change, or amend their votes for each agenda until the meeting announces the closing of voting for that agenda.
3. As this meeting is conducted via electronic means, the Company will not provide physical ballot papers. Instead, separate voting channels for "Approve", "Disapprove", and "Abstain" have been clearly provided.
4. For security reasons, each user may log in on only one device at a time. If a shareholder or proxy attempts to log in on another device or browser (including on the same device), the previous session will be automatically terminated. Shareholders are requested not to disclose their username and password to any other person.



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5. In the event that a shareholder has requested a username and password to attend the meeting via the E-AGM system and has already submitted a proxy form with voting instructions, such voting instructions cannot be changed. However, the shareholder may still view the live broadcast of the meeting and raise questions or express opinions during the meeting.
- Voting Criteria
1. Pursuant to Article 41 of the Company's Articles of Association, each shareholder shall have one vote per share. In the case where a shareholder has a special interest in any matter, such shareholder shall not be entitled to vote on that matter, except for the election of directors.
  2. For the counting of votes in each agenda, only the votes of shareholders attending the meeting who cast votes of "Disapprove" and/or "Abstain" shall be counted and deducted from the total number of votes of shareholders present at the meeting. The remaining votes shall be deemed as votes of "Approve". The Company has also included the votes cast in the proxy forms submitted in advance and has recorded such votes accordingly.
  3. The voting results for each agenda will be announced by specifying the number of votes for "Approve", "Disapprove", and "Abstain". For each agenda, the number of shares of the latest attendees will be used as the basis for calculation. Therefore, the number of attendees in each agenda may vary and may not be the same. Shareholders who attend the meeting after its commencement shall be entitled to attend and vote only on the agenda for which voting has not yet been conducted.

Agenda 1 and 2 are for acknowledgement only; therefore, no voting is required. In addition, Agenda 5, regarding the consideration and approval of the appointment of directors in place of those retiring by rotation, shall be conducted on an individual basis, whereby voting shall be based on a majority of votes of shareholders present at the meeting and entitled to vote.

Prior to voting on each agenda, the Chairman will provide an opportunity for attendees to raise questions relating to such agenda, as appropriate, for a period of one (1) minute. Shareholders may submit their questions for each agenda from the beginning of the consideration of that agenda. For questions or comments not related to the agenda under consideration, shareholders are kindly requested to raise them during the Q&A session at the end of the meeting. If shareholders wish to ask questions or express opinions, they may do so by selecting the "Chat" menu and clicking "Submit" to send their messages to the Company.

In case shareholders encounter any difficulties in accessing the meeting system or the voting system, they may contact the support staff at telephone number +66 2-013-4322, mobile phone, or email: [info@quidlab.com](mailto:info@quidlab.com)



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In the event that there are duplicate questions, the Company reserves the right to consider and consolidate such questions as appropriate in order to ensure an efficient and concise meeting. Questions submitted after the voting of each agenda has been completed will be addressed during the final session of the meeting.

For any questions that are not addressed during the meeting, the Company will compile such questions together with the relevant responses and include them as an attachment to the Minutes of the meeting, which will be published on the Company's website.

In order to promote good Corporate Governance and provide equal treatments for all shareholders before this Annual General Meeting of Shareholders, the Company had provided all shareholders an opportunity to submit questions in accordance with the criteria specified by the Company via its website during the period since 18<sup>th</sup> March 2026. However, none of the shareholders submitted any questions to the Company.

**The Chairman** invited the meeting to consider the agenda as set out in the Notice of the Annual General Meeting of Shareholders for 2026, comprising a total of nine (9) agenda, in the following order:

### **Agenda 1 To acknowledge the minutes of Annual General Meeting of Shareholders for 2025**

**The Chairman** requested the Company Secretary to present the details to the meeting.

**The Company Secretary** reported to the meeting that the Company had convened the 2025 Annual General Meeting of Shareholders on 22<sup>nd</sup> April 2025, as detailed in the Notice of the Annual General Meeting of Shareholders for 2025 (Enclosure 1), which had been delivered to all shareholders in advance together with the Notice of this meeting. The minutes of such meeting have also been published on the Company's website since 2<sup>nd</sup> May 2025, and no shareholder has proposed any amendment thereto.

The Board of Directors is of the opinion that the minutes of the 2025 Annual General Meeting of Shareholders, held on 22<sup>nd</sup> April 2025, have been accurately and completely recorded, including all material questions and comments. It is therefore deemed appropriate to propose that the meeting acknowledge such minutes.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 1.

**The Company Secretary**, informed the meeting that no shareholder had any further questions or comments.

**The Chairman**, informed the meeting that this agenda is for acknowledgement; therefore, no voting is required.

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### Agenda 2 To acknowledge the Company's operations of 2025

The Chairman informed the meeting that the Board of Directors disclosed the operational performance, the Management's Analysis and Explanation for the year 2025 as shown in the Annual Report 2025 (Form 56-1 One Report) of the Company on page 85 to 96 and the financial statements ended on 31<sup>st</sup> December 2025 on page 193 to 258

In order to inform shareholders of the Company's operating results for the year 2025, the Chairman invited Mr. Parithad Petampai, serving as Chief Executive Officer, to present the details to the meeting.

Mr. Parithad Petampai, serving as Chief Executive Officer informed the meeting of the Company's operating results for the year 2025 for the shareholders' acknowledgement, as follows:

#### Growth of outstanding account receivable

- The total outstanding accounts receivable amounted to 183,223 million Baht, compared to 164,242 million Baht in 2024, representing an increase of 18,981 million Baht or 11.56 percent. The increase in outstanding receivables was primarily due to the Company's continuous expansion of its branch network to enhance service coverage.
- The total of 8,673 branches, increasing 502 branches from the year 2024 with 8,171 branches. The proportion of outstanding loans classified by collateral as follows:
  - Outstanding account receivables – Motorcycle title loan 29.46 percent
  - Outstanding account receivables – Car title loan 37.60 percent
  - Outstanding account receivables – Agricultural vehicle loan 3.56 percent
  - Outstanding account receivables – Land title deed loan 15.31 percent
  - Outstanding account receivables – Personal loan 9.19 percent
  - Outstanding account receivables – Nano finance loan 2.69 percent
  - Outstanding account receivables – Hire purchase loan 2.19 percent

#### Summary of Key Operating Result

- The total revenue amounted to 30,739 million Baht, increasing 2,837 million Baht compared to those of 2024 at 27,902 million Baht or 10.17 percent.
- The net profit amounted to 6,723 million Baht, increasing 856 million Baht compared to those of 2024 at 5,867 million Baht or 14.59 percent.

#### Allowance for expected credit losses and non-performing loan

- The non-performing loans (NPLs) amounted to 4,629 million Baht represented as 2.53 percent of the total account receivables.
- The allowance for expected credit losses amounted to 6,618 million Baht, representing 142.99 percent of non-performing loans (NPLs).

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### Financial ratio

- The interest income ratio was at 17.93 percent
- The interest rate paid at 4.53 percent, despite a decrease in the policy interest rate, the Company's financing costs increased due to lagging pass-through effects and existing debt obligations. As the Company gradually refinances its debt at lower interest rates, the cost of funds is expected to decline in the subsequent periods, resulting in an interest rate spread of 13.40 percent.
- The net profit margin was 21.87 percent and the return on equity was 16.84 percent.
- The Company and its subsidiaries recorded total operating expenses of 11,759 million Baht, representing an increase of 8.98 percent compared to the year 2024. The operating expenses to net income ratio for the year 2025 was 47.86 percent.
- Most expenses were employee expenses totaling 7,737 million Baht or 65.80 percent following of depreciation and amortization at 1,585 million Baht or 13.48 percent.
- The debt-to-equity ratio was 3.48 times, decreasing from the year 2024 at 3.62 times, with shareholders' equity of 42,918 million Baht and total liabilities of 149,464 million Baht.

With the Company's commitment to conducting its business under good corporate governance, the Company received several significant awards in the year 2025, which are a source of great pride for the Company and all employees, as follows:

1. The Company was rated "Excellent" (5 stars) in the Corporate Governance Report of Thai Listed Companies 2025 for the eighth consecutive year, as assessed by the Thai Institute of Directors Association (IOD).
2. The Company received an "Excellent" rating (4 coins) from the Thai Investors Association (TIA) for the quality assessment of the 2025 Annual General Meeting of Shareholders.
3. The Company received the ASEAN Asset Class PLCs award from the ASEAN Corporate Governance Scorecard 2024 assessment, ranking among the top Thai listed companies with a corporate governance score of 97.50.
4. The Company received the Best CEO, Best CFO, and Best IR awards in the financial sector from the Investment Analysts Association at the IAA Awards for Listed Companies 2025 for the second consecutive year.
5. The Company maintained its long-term foreign currency international credit rating at 'BB' and its long-term domestic credit rating at "A-(THA)" with a stable outlook from Fitch Ratings, consistent with the previous year.
6. The Company maintained its long-term foreign currency international credit rating at "BB-" with a stable outlook from S&P Global Ratings in 2025, consistent with the previous year.

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7. The Company was rated “AA” in the SET ESG Ratings 2025.
8. The Company received the Thailand Capital Markets Deal Award from the IFR Asia Awards 2024.

With respect to the anti-corruption policy, the Company places great importance on conducting its business with transparency and free from corruption. The Company has been certified as a member of the Thai Private Sector Collective Action Against Corruption (THAI CAC) for the third time on 30<sup>th</sup> June 2025, representing the second renewal of such certification. The Company regularly reviews its anti-corruption policy, conducts risk assessments, and establishes appropriate control measures to ensure that such risks remain at an acceptable level.

In addition, the Company emphasizes communication and awareness-building among employees at all levels, establishes clear guidelines for conduct, and provides channels for complaints, along with transparent, fair, and efficient procedures, in order to promote sustainable good corporate governance.

The Company has communicated to all employees at every level to ensure their understanding and cooperation in effectively managing such risks. Duties, responsibilities, and practical guidelines have been clearly defined to prevent any concerns regarding the integrity of employees and the Company. The Company has also established whistleblowing channels and response mechanisms that are prompt and effective, and encourages all employees to monitor and report any suspected misconduct or behavior that may be inconsistent with the Company’s anti-corruption policy and code of conduct. All complaints are treated equally, with transparency, due care, and fairness to all parties.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 2.

**The Company Secretary** informed the meeting that there were questions from shareholders submitted via the chat box, as follows:

**Mr. Ditvaranan Denphaisal**, a shareholder attending the meeting in person via electronic means, raised the following question:

- (1) Since the outbreak of the geopolitical conflict, has the disposal of repossessed vehicles become more difficult, and have selling prices declined significantly compared to previous levels?

**Mr. Parithad Petampai**, serving as Chief Executive Officer responded that, at present, the Company is still able to dispose of repossessed vehicles at satisfactory price levels. The Company has a competitive advantage from having its own auction centers nationwide, enabling close monitoring and assessment of market prices, which is beneficial in considering credit approval for new customers at branches. With regard to the geopolitical

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conflict, it should be considered separately from the repossessed vehicle business. Currently, prices of repossessed vehicles remain relatively strong. As is widely recognized, we are in the AI era, where AI companies are investing heavily in semiconductor companies, resulting in certain resource constraints. This has limited the production of automobiles and motorcycles, thereby supporting prices in the secondary market, including repossessed vehicles sold through the Company's auction centers. Accordingly, the Company expects that prices of repossessed vehicles will remain at a favorable level this year, and does not anticipate that the conflict will have a material impact on such prices.

- (2) Given the current situation, does the Company still maintain its loan portfolio growth target of 10-15% for this year, or does it have any plans to slow down loan disbursement or adjust the loan-to-value (LTV) ratio?

**Mr. Parithad Petampai**, serving as Chief Executive Officer responded that the geopolitical conflict, which has occurred over the past 5-6 weeks, is still at an early stage and it is premature to conclude whether the Company will need to slow down its loan portfolio growth. However, the Company has exercised greater prudence in its loan disbursement. For the first quarter of the year 2026, the Company has not experienced any material impact, as the situation only emerged toward the end of March. Nevertheless, the Company continues to closely monitor the situation, particularly potential impacts in the second quarter of the year 2026. On a preliminary basis, if the Company adopts a more cautious lending approach, such as reducing ticket sizes or focusing more on secured loans, the loan portfolio growth may be around 10%. The Company will continue to monitor the situation closely. In addition, Moody's Ratings has revised Thailand's credit rating outlook from "Negative" to "Stable", reflecting a positive view of the Thai economy, which is expected to support the Company's operations going forward.

**Mr. Tanawat Saetae**, a shareholder attending the meeting in person via electronic means, provided the following comment:

- (3) No audio.

**The Company Secretary** informed the meeting that the Company would contact the shareholder to follow up accordingly.

**The Company Secretary**, informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that this agenda is for acknowledgement; therefore, no voting is required.



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### Agenda 3 To consider and approve financial statement for the year ended 31<sup>st</sup> December 2025

**The Chairman** stated that for the details in this agenda, Mr. Surat Chayavoradech, serving as Deputy Managing Director and Chief Financial Officer (CFO), was assigned to clarify.

**Mr. Surat Chayavoradech**, serving as Deputy Managing Director and Chief Financial Officer (CFO) informed the meeting that, pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 (1992), as amended, and Article 55 of the Company's Articles of Association, the Company is required to prepare an annual report, as well as a balance sheet and profit and loss statement, for submission to the shareholders' meeting for consideration and approval. The financial statements for the year ended 31<sup>st</sup> December 2025, have been audited by a certified public accountant, who has expressed an unqualified opinion that the financial statements of the Company and its subsidiaries present fairly, in all material respects, in accordance with financial reporting standards. Such financial statements have been reviewed by the Audit Committee and approved by the Board of Directors, as detailed in the year 2025 Annual Report (Form 56-1 One Report) for the year ended 31<sup>st</sup> December 2025, pages 193 to 258.

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the financial statements for the fiscal year ended 31<sup>st</sup> December 2025.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 3.

**The Company Secretary** informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.

**The Company Secretary** informed the meeting that this agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote, excluding abstentions.

#### Results of the Voting

Approve	1,848,917,880	Votes	representing	100.0000%
Disapprove	0	Votes	representing	0.0000%
Abstain	0	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

In this agenda, there was one (1) additional shareholder attending the meeting, representing 6,047,900 shares. As a result, the total number of shareholders attending the meeting increased to 1,565, representing an aggregate of 1,848,917,880 shares, or 87.2131 percent of the Company's total issued shares.

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**The Chairman** informed the meeting that the shareholders, by a majority vote of the shareholders who attend the meeting and have the right to vote, resolved to approve the financial statements for the fiscal year ended 31<sup>st</sup> December 2025 as proposed.

### **Agenda 4 To consider and approve the allocation of profit and the dividend payment for the fiscal year of 2025**

**The Chairman** stated that for the details in this agenda, Mr. Surat Chayavoradech, serving as Deputy Managing Director and Chief Financial Officer (CFO), was assigned to clarify.

**Mr. Surat Chayavoradech**, serving as Deputy Managing Director and Chief Financial Officer (CFO) clarified to the meeting that from the operating results in the fiscal year as of 31<sup>st</sup> December 2025, the Company had net profit from the separate financial statements amounting to 6,169,877,988 Baht and the legal reserve of 212,000,000 Baht or 10 percent of the legal registered capital.

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the dividend payment for the operating results for the period from 1<sup>st</sup> January to 31<sup>st</sup> December 2025 at the rate of Baht 0.29 per share for 2,120,000,000 shares, totaling Baht 614,800,000, representing 9.96 percent of the net profit based on the Company's separate financial statements for the year 2025.

The Company has a dividend policy of paying dividends at a rate of not exceeding 50 percent of net profit after corporate income tax and statutory reserves, based on the Company's separate financial statements for each year.

The Record Date for determining the shareholders entitled to receive the dividend is set for 29<sup>th</sup> April 2026, and the dividend payment date is scheduled for 15<sup>th</sup> May 2026.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 4.

**The Company Secretary** informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.

**The Company Secretary** informed the meeting that this agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote, excluding abstentions.



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### Results of the Voting

Approve	1,848,899,580	Votes	representing	99.9990%
Disapprove	18,300	Votes	representing	0.0010%
Abstain	0	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

No additional shareholders attended the meeting for this agenda.

**The Chairman** informed the meeting that the shareholders, by a majority vote of the shareholders who attend the meeting and have the right to vote, resolved to approve the allocation of profit and the dividend payment for the fiscal year of 2025 as proposed.

### **Agenda 5 To consider and approve the appointment of the Company's directors to replace the directors who are retired by rotation**

**The Chairman** informed the meeting that, According to Article 18 of the Company's Articles of Association which stipulates that every Annual General Meeting of shareholders, at least one-third or the closest number of the total number of the directors of the Company shall retire. In the Annual General Meeting of shareholders for 2026, There are 2 directors retiring by rotation.

1. Mr. Parithad Petampai Member of the Risk Management Committee and Executive Director, who was appointed by the Board of Directors to assume office in place of a director who resigned and whose term of office expires by rotation
2. Mr. Suchart Suphayak Chairman of the Risk Management Committee / Member of the Audit Committee / Member of the Nomination and Remuneration Committee and Independent Director

The Company provided opportunities for the shareholders to propose an agenda and to nominate qualified persons to be elected as directors in advance in accordance with the nomination process during 1<sup>st</sup> October 2025 – 31<sup>st</sup> December 2025 via its website. The Company had also published such information through the news press release on website of the Stock Exchange of Thailand. It appeared that none of the shareholders neither proposed any agenda nor nominated persons.

In order to comply with the principles of good Corporate Governance, the directors who completed their terms as mentioned above and considered to have stakes in this agenda were asked to leave the meeting room until the consideration and voting of this agenda had been completed.

The Board of Directors, excluding the interested directors, independently considered and resolved with an opinion that the two directors have been well-qualified to the business of

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the Company since their qualifications have been in accordance with Section 68 of the Public Limited Companies Act, with no prohibited characteristics of directors under the regulations of the Securities and Exchange Commission (SEC), and they possess knowledge, capability, and experience which have been beneficial for the Company's business operation and supervised the business direction and management as well as development of the Company as appropriate.

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders re-elect the two (2) directors, namely Mr. Parithad Petampai and Mr. Suchart Suphayak, to serve another term.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 5.

**The Company Secretary** informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.

**The Company Secretary** informed the meeting that, in accordance with good corporate governance practices, the election of directors shall be conducted on an individual basis. This agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote, excluding abstentions.

Results of the Voting for each individual are as follows:

1. Mr. Parithad Petampai (serve another term)

Approve	1,544,294,163	Votes	representing	99.9615%
Disapprove	595,517	Votes	representing	0.0385%
Abstain	304,028,200	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

In this agenda, there was an interested shareholder, named, Mr. Parithad Petampai, holding 304,028,200 shares. No additional shareholders attended the meeting.

2. Mr. Suchart Suphayak (serve another term)

Approve	1,848,188,658	Votes	representing	99.9613%
Disapprove	715,222	Votes	representing	0.0387%
Abstain	14,000	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

In this agenda, there was an interested shareholder, named, Mr. Suchart Suphayak, holding 0 shares. No additional shareholders attended the meeting.



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The Chairman informed the meeting that the shareholders, by a majority vote of the shareholders who attend the meeting and have the right to vote, on an individual basis, resolved to approve the appointment of directors in place of those retiring by rotation, as follows:

1. Mr. Parithad Petampai Member of the Risk Management Committee and Executive Director
2. Mr. Suchart Suphayak Chairman of the Risk Management Committee / Member of the Audit Committee / Member of the Nomination and Remuneration Committee and Independent Director

### Agenda 6 To consider and approve the directors' remuneration for the fiscal year of 2026

The Chairman informed the meeting that the Nomination and Remuneration Committee had conducted a review of the remuneration of the Board of Directors and sub-committees for the year 2026, taking into consideration the responsibilities and performance of the Board, as well as benchmarking against companies in the same industry with comparable size and business characteristics. It was found that the current remuneration is at a level comparable to the overall average.

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the directors' remuneration for the year 2026, by increasing the total amount to not exceeding 15,000,000 Baht, compared to the previous year's limit of not exceeding 12,000,000 Baht.

Unit : Baht

Remuneration of Directors	2026 (Proposing year)	2025
<b>The Board of Directors</b>	<b>(Monthly Remuneration)</b>	<b>(Monthly Remuneration)</b>
- Chairman of the Board	57,600	48,000
- Directors (6 members)	50,400	42,000
<b>Remuneration of Sub-Committee</b>		
<b>1) Audit Committee</b>	<b>(Meeting allowance/session)</b>	<b>(Meeting allowance/session)</b>
- Chairman of the Committee	39,600	33,000
- Member of the Committee (2 members)	28,800	24,000



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Remuneration of Directors	2026 (Proposing year)	2025
<b>2) Nomination and Remuneration Committee</b>	<b>(Meeting allowance/session)</b>	<b>(Meeting allowance/session)</b>
- Chairman of the Committee	36,000	30,000
- Member of the Committee (2 members)	28,800	24,000
<b>3) Corporate Governance and Sustainability Committee</b>	<b>(Meeting allowance/session)</b>	<b>(Meeting allowance/session)</b>
- Chairman of the Committee	36,000	30,000
- Member of the Committee (2 members)	28,800	24,000
<b>4) Risk Management Committee</b>	<b>(Meeting allowance/session)</b>	<b>(Meeting allowance/session)</b>
- Chairman of the Committee	36,000	30,000
- Member of the Committee (3 members)	28,800	24,000
<b>5) Independent Director</b>	<b>(Meeting allowance/session)</b>	<b>(Meeting allowance/session)</b>
- Chairman of the Committee	43,200	36,000
- Member of the Committee (3 members)	36,000	30,000
<b>Annual Bonus</b>		
- Chairman of the Board	940,000	940,000
- Directors (6 members)	680,000	680,000
<b>Other Benefits</b>	None	None

The Chairman inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 6.

The Company Secretary informed the meeting that no shareholder had any further questions or comments.

The Chairman informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.



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**The Company Secretary** informed the meeting that this agenda requires approval by not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting, excluding abstentions.

Results of the Voting

Approve	1,815,443,151	Votes	representing	98.1895%
Disapprove	33,474,729	Votes	representing	1.8105%
Abstain	0	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

No additional shareholders attended the meeting for this agenda.

**The Chairman** informed the meeting that the shareholders, by not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting, resolved to approve the directors' remuneration for the fiscal year of 2026 as proposed.

### **Agenda 7 To consider and approve the appointment of the Company's auditors and determination of their remuneration for the fiscal year of 2026**

**The Chairman** invited the Company Secretary to present the details of this agenda to the meeting.

**The Company Secretary** clarified that the Audit Committee had reviewed and selected the auditor for the fiscal year 2026 and had proposed to the Board of Directors for approval to propose the Annual General Meeting of shareholders for approval the appointment of KPMG Phoomchai Audit Co., Ltd. as the auditor for the Company and its subsidiaries for the fiscal year 2026 (the 7<sup>th</sup> year).

The list of auditors proposed for approval by the AGM was as follows:

1. Ms. Orawan Chunchakitpaisan Certified Public Accountant Registration No 6105 and/or (Signer of the Company and its subsidiaries audited financial statements since the third quarter of 2020)
2. Ms. Sureerat Thonggarunsang Certified Public Accountant Registration No 4409 and/or (Has not signed the Company and subsidiary's audited financial statements)
3. Mr. Chokechai Ngamwutikul Certified Public Accountant Registration No 9728 (Has not signed the Company and subsidiary's audited financial statements)

If any of the above Certified Public Accountants is unable to perform his/her assigned duties, then KPMG Phoomchai Audit Limited will arrange for another to perform the duties in his/her place.

All the Certified Public Accountants and KPMG Phoomchai Audit Limited have neither relationship nor interest or concern with the Company/its subsidiaries/the Management/major shareholders or related persons.

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The above Certified Public Accountant would audit and express an opinion on the financial statements of the Company and its subsidiaries, with a remuneration of 5,360,000 Baht per year, excluding other expenses.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 7.

**The Company Secretary** informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.

**The Company Secretary** informed the meeting that this agenda requires approval by a majority vote of the shareholders who attend the meeting and have the right to vote, excluding abstentions.

### Results of the Voting

Approve	1,828,504,063	Votes	representing	98.8959%
Disapprove	20,413,817	Votes	representing	1.1041%
Abstain	0	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

No additional shareholders attended the meeting for this agenda.

**The Chairman**, informed the meeting that the shareholders, by a majority vote of the shareholders who attend the meeting and have the right to vote, resolved to approve the appointment of the Company's auditors and determination of their remuneration for the fiscal year of 2026 as proposed.

### **Agenda 8 To consider and approve the issuance and offering of debentures**

**The Chairman** invited Mr. Kitsada Kuruchitkosol, serving as Assistant Treasury and Corporate Finance Manager, to present the details of this agenda to the meeting.

**Mr. Kitsada Kuruchitkosol**, serving as Assistant Treasury and Corporate Finance Manager informed the meeting that, to support the business expansion and enhance the Company's liquidity, the Board of Directors are of the opinion that financing through the issuance of debentures is a flexible source of funding which can be determined in accordance with the Company's needs of fund.

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the issuance and offering the debentures for an addition of 50,000 million Baht. The debentures that have been approved for the previous year of 150,000 million Baht, totaling not exceeding 200,000 million Baht.



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The debentures may be issued and offered in a single tranche or in multiple tranches, either at one time or on several occasions. The Company may also issue additional debentures to replace those redeemed or repurchased, within the aforementioned limit. The debentures shall have a tenor of not exceeding 10 years and may be denominated in Thai Baht and/or in foreign currencies in equivalent amounts. Including the previously approved debenture issuances from 2017 to 2026, the total aggregate amount shall not exceed 200,000 million Baht.

**The Chairman** inquired whether any shareholder wished to raise any questions or express any opinions regarding Agenda 8.

**The Company Secretary** informed the meeting that there were questions from shareholders submitted via the chat box, as follows:

**Mrs. Rawewan Chaikong**, a proxy representing a shareholder from the Thai Investors Association, raised the following question:

(4) The management is requested to inform shareholders of the Company's plans under the Jump+ program and how such plans have been structured.

**Mr. Parithad Petampai**, serving as Chief Executive Officer, responded that, with respect to the Jump+ program, the Company had announced the plan to the Stock Exchange of Thailand approximately two weeks ago. The details have been communicated through a presentation clip, which has been published on the Stock Exchange of Thailand's website. The presentation provides comprehensive information and is approximately 40–50 minutes in length. Shareholders are therefore encouraged to view the presentation through the said channel.

(5) The shareholder suggested that the Company consider organizing a hybrid meeting, combining both physical and online formats, in order to facilitate more effective and direct communication between shareholders and the Board of Directors.

**The Company Secretary**, responded that the Company has acknowledged the suggestion and will consider it further, including presenting it to the relevant management for consideration, and will take it into account for improvement and development of future meetings.

**Mr. Kanin Pittayakanchit**, a proxy representing a shareholder from the Social Security Office, raised the following question:

(6) Whether the financial covenant for the issuance of debentures currently only requires the debt-to-equity ratio (D/E Ratio) to not exceed 7 times, and whether there is any trend for such ratio to be reduced in the future.



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**Mr. Kritsada Kurujitkosol**, Assistant Treasury Manager responded that, the financial covenant for the issuance of debentures currently specifies only the debt-to-equity ratio (D/E Ratio) not exceeding 7 times. Based on the latest operating results, the D/E ratio has shown a declining trend.

**Mr. Ditvaranan Denphaisal**, a shareholder attending the meeting in person via electronic means, raised the following question:

(7) As the Company has previously indicated that an improvement in its credit rating may enable it to consider initiating cash dividend payments, the shareholder inquired as to when this may be expected to occur, and invited management to provide further clarification.

**Mr. Parithad Petampai**, serving as Chief Executive Officer responded that, there may have been some misunderstanding. The Company had previously communicated that an improvement in its credit rating would likely lead to a reduction in financing costs, which in turn would support an increase in the Company's net profit. Accordingly, as a subsequent effect, improved profitability may result in higher dividend payments due to lower financing costs. However, this does not imply that the Company would directly increase or commence cash dividend payments as a result of such factor.

**The Company Secretary** informed the meeting that no shareholder had any further questions or comments.

**The Chairman** informed the meeting that, as no shareholder had any questions or comments, the meeting was requested to proceed with voting on this agenda.

**The Company Secretary**, informed the meeting that this agenda requires approval by not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote, excluding abstentions.

### Results of the Voting

Approve	1,842,416,925	Votes	representing	99.6484%
Disapprove	6,500,955	Votes	representing	0.3516%
Abstain	0	Votes	(Not included in the total votes)	
<b>Total</b>	<b>1,848,917,880</b>	<b>Votes</b>	<b>representing</b>	<b>100.0000%</b>

No additional shareholders attended the meeting for this agenda.

**The Chairman**, informed the meeting that the shareholders, by not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote, resolved to approve the issuance and offering of debentures as proposed.



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### Agenda 9 To consider any other businesses

**The Chairman** informed the meeting that the 2026 Annual General Meeting of Shareholders held via electronic means (E-AGM) had proceeded in accordance with the agenda as set out in the Notice of the Annual General Meeting of Shareholders for 2026, without any additions or changes to the order of the agenda.

**The Chairman** inquired whether any shareholder wished to raise any questions or provide additional comments regarding the 2026 Annual General Meeting of Shareholders, other than the agenda items, and informed the Meeting that no voting would be conducted for this matter.

**The Company Secretary** informed the meeting that there were questions from shareholders submitted via the chat box, as follows:

**Mr. Ditvaranan Denphaisal**, a shareholder attending the meeting in person via electronic means, raised the following question:

- (8) Since the significant increase in diesel prices in late March, to what extent has the Company observed any signs of deterioration in customers' debt servicing ability, particularly among the agricultural segment?

**Mr. Parithad Petampai**, serving as Chief Executive Officer responded to the shareholder's question that the Company has not yet observed any impact from such factor, as the increase in diesel prices has only occurred within the past 1–2 weeks. The Company continues to closely monitor the situation. However, given that the customers' repayment cycle is approximately one month, the impact may not yet be evident at this stage. In general, the government tends to introduce measures to help alleviate the burden on the public, including the agricultural sector, and it is expected that similar measures may be implemented in this case. At present, no impact has been observed, and customers' debt servicing remains at a normal level.

**The Chairman**, informed the meeting that, as there were no further questions or comments from the shareholders, he requested the Company Secretary to summarize the number of attendees of the 2026 Annual General Meeting of Shareholders.

**The Company Secretary**, then summarized the number of attendees of the 2026 Annual General Meeting of Shareholders, with details as follows:

Shareholders attended via electronic media	36 persons	representing	1,330,356,510 shares.
Proxies attended	1,530 persons	representing	512,524,570 shares.
In total, shareholders attending the meeting	1,566 persons	representing	1,842,881,080 shares

equivalent to 86.9284 percent of the Company's total issued shares.

