



(Translation)

SC 034/68

December 16, 2025

Subject : Notification of the Board of Director's Resolution No. 6/2025 on Treasury Stock (Revised)

To : The President  
The Stock Exchange of Thailand

Attachment : 1. Reporting Form for the Disclosure of Share Repurchase for the Purpose of Financial Management (Form TS-1.2)  
2. The Distribution of Ordinary Shares Report Form

According to the Board of Directors of Samart Corporation Public Company Limited ("the Company"), in its meeting No. 6/2025 held on December 16, 2025, it has resolved to approve the Treasury Stock Project, with a maximum amount not exceeding Baht 200,000,000 and the number of shares to be repurchased will not exceed 36,000,000 shares or not more 3.58 percent of the total shares sold of the Company, by using of automated matching via the trading system of the Stock Exchange of Thailand, and the repurchase period will be 6 months, starting from December 22, 2025, until June 21, 2026. Details of the transaction are disclosed in the Enclosure.

Please be informed accordingly.

Yours faithfully,

- Signature -

(Mr. Teerachai Phongpanangam)  
Group President

**SAMART**

SAMART CORPORATION PUBLIC CO., LTD.

Registration No. 0107536000188, 99/1 Moo 4, Software Park, 35th Fl., Chaengwattana Rd., Klong Gluar, Pak-Kred, Nonthaburi 11120 Thailand  
Tel : +66 2502 6000 [www.samartcorp.com](http://www.samartcorp.com)

**Reporting Form for the Disclosure of Share Repurchase**  
**For the Purpose of Financial Management**  
**(Pursuant to Section 66/1 (2) of the Public Limited Companies Act)**  
**Samart Corporation Public Company Limited**  
**Date December 16, 2025**

The company, Samart Corporation Public Company Limited, hereby report the resolution of the  
☒ Board of Directors / ☐ Shareholders' meeting held on December 16, 2025 in relation to the approval of  
share repurchase project for the purpose of financial management, with the following details:

1. Share repurchase project

1.1 The maximum amount to be used for the share repurchase is 200,000,000 Baht

1.2 Details of the Number of Shares to be Repurchased

(1) The number of shares to be repurchased this time 36,000,000 shares, par value 1.00 Baht per  
share, equivalent to 3.58% of total issued shares

(2) Total number of shares already repurchased by the company (as of current date) .....-.....  
..... shares, par value per share .....-..... Baht, equivalent to .....-..... % of the total  
issued shares (Information as of .....-.....).

Therefore, when including the number of shares to be repurchased in this project, the company  
will hold in total .....-..... repurchased shares, representing .....-..... % of the total  
issued shares.

Remark : The total number of shares repurchased and held by the company at any time must not exceed 20%  
of the total issued shares. If the number of shares already repurchased exceeds 20% of the total issued shares,  
the company must dispose of the excess portion within 3 months. If the company cannot dispose of the excess  
shares within the prescribed period, it must reduce its paid-up capital by cancelling the repurchased shares that  
remain undisposed for the portion exceeding the 20% of the total issued shares .

1.3 Method and stipulation of the time period for share repurchase

☒ Repurchase by means of automated order matching via the trading system of the Exchange

The time period for share repurchase is from December 22, 2025 to June 21, 2026

☐ General offer for repurchase from the shareholders at the price of ..... Baht/share  
(the same price shall be used for the same type of shares whereby the price shall be specified  
separately for each type of shares)

The time period for the share repurchase is from.....to.....  
(the time period for the repurchase shall be at least 10 days but not exceed 20 days)

Remark The company shall disclose the share repurchase project at least 3 days in advance before  
the date of the share repurchase.

1.4 Criteria for the stipulation of the price of the shares to be repurchased whereby the average share  
price during the 30-day period preceding the date the company discloses the information shall be  
considered in the stipulation of the share price.

The repurchased share price will not exceed 115 percent of the average closing price of the shares  
over 5 trading days preceding the repurchase date. For consideration, the weighted average share

the past 30 business day period from October 31, 2025 to December 15, 2025 was 5.40 Baht per share. (The average price over the past 30 business days)

2. Information on the company

2.1 Information on accumulated profit and excess liquidity of the company

Information from the latest separate financial statement audited/reviewed as of September 30, 2025

- Accumulated profit of the company equals Baht 1,172 million
- Liabilities which will fall due within 6 months from the date of the commencement of share repurchase equals Baht 195 Million
- Explain the company's ability to repay its debts which will fall due within 6 months from the date of share repurchase specifying the source of fund to be used to repay the debts

As of September 30, 2025, according to the separate financial statements, the Company had cash and cash equivalents amounting to Baht 450 million. The Company expects to generate net cash flows during the next 6 months (December 22, 2025 – June 21, 2026) approximately at Baht 400 million. Therefore, the Company is able to repay the aforementioned debts using funds from its normal business operations, considering the Company's current liquidity and future cash inflow outlook. The Company will have sufficient liquidity repay the liabilities due within the 6 months from the date of the commencement of share repurchase and also has excess cash flow sufficient to carry out the share repurchase project.

2.2 Free float as of the latest date on which the share register book-closing date or the date determined by the Board of Directors to determine names of shareholders on March 13, 2025 equals 47.36 percent of the company's paid-up capital

3. Reason for the share repurchase

- To build confidence in the Company's strong financial position and ability to generate income and profit.
- To increase return on equity (ROE) and earnings per share (EPS).

4. Impact after the share repurchase

4.1 on the shareholders

Shareholders will receive higher dividend per share (DPS) because the shares repurchased by the Company will not be entitled to receive dividends, which will result in higher return on equity (ROE) and earnings per share (EPS).

4.2 on the company

The Company's assets and shareholders' equity will decreased by the limit used at the end of the project.

5. Distribution and deduction of repurchased shares

- Distribution Method ☒ by automated order matching via the trading system of the Exchange
- ☐ to the company's shareholders according to their shareholding proportion
- ☐ to the company's directors or personnel
- ☐ public offering



- The time period for the distribution and deduction of repurchased shares

The Company's Board of Directors will consider determining the period for the resale of the repurchased shares and will be informed accordingly. (after 3 months from the completion of the share repurchase but not exceeding 3 years)

Remark :

- Repurchased shares may be disposed of only after 3 months from the completion of the repurchase and must be fully disposed of within the period specified in the program, but not exceeding 3 years from completion.
- If the Company is unable to distribute all repurchased shares within the original share distribution period, it may extend the share distribution period by up to 2 additional years, subject to approval of the shareholders' meeting before the original share distribution period expires, provided that the weighted average share price during the past 3 months before the Board resolution is lower than the average repurchased price.

6. Past share repurchase (if any)

The date of the end of the latest share repurchase project April 30, 2009

Remark : New repurchase project may commence only after the previous project has been completed, expired, or cancelled.

The company hereby represents that the information in this reporting form is correct and complete in all respects.



(Authorized Directors together  
with company seal affixed)

Sign.....

( Mr. Charoenrath Vilailuck )

Sign.....

( Mr. Teerachai Phongpanangam )

**SAMART CORPORATION PUBLIC COMPANY LIMITED**

As of 13-Mar-2025

Company Paid-up Capital (Ordinary Shares only) 1,006,504,198.00 Baht Divided into Ordinary Shares 1,006,504,198 Shares Shares at Par Value of 1.00 Baht

	No. of Shareholders	No. of Shares	% of paid-up capital (Ordinary shares only)
<b>1. Strategic Shareholder</b>			
1.1 Directors, managers, and executive management including related persons and associated persons <sup>1</sup>	20	422,900,365	42.02
1.2 Shareholders who have a holding of 5% or above including related persons <sup>2</sup>	4	106,870,000	10.62
1.3 Others controlling persons	-	-	-
<b>2. Share Repurchase</b>	-	-	-
<b>3. Minor shareholders (Non-Strategic shareholders)</b>	7,719	476,729,738	47.36
<b>4. Shareholders who hold less than 1 board lot</b>	318	4,095	0
<b>Total</b>	8,061	1,006,504,198	100

**Remark**

1. The number of shares holding by directors, managers or the first four persons in the management level must include the shares held by related persons and persons related by blood, marriage or registration under laws of the said persons, including the shares that those people held via others such as custodians, private funds.

2. The shareholders > 5% of the paid-up capital, which meet the following criteria, are not the strategic shareholders: (1) The shareholders which are securities companies, life-insurance companies, insurance companies, mutual funds, provident funds, social security funds, pension funds, investment projects approved under law and (2) The said shareholders do not have representative taking part as directors and management of the listed company. (If having representative taking part as directors and management of the listed company, the said shareholders are strategic shareholders and must report the holding shares as the shareholders > 5% according to 1.2)

The Company hereby certifies that the information reported in this Distribution of Ordinary Shares Report is correct and prepared in accordance with the regulation of the Stock Exchange of Thailand Re: Listing of Ordinary Shares or Preferred Shares as Listed Securities.

Signature

(นายเจริญรัฐ วิลลิกษณ์)

Position กรรมการ

(นายธีระชัย พงศ์พานงาม)

Position กรรมการ

Authorized to sign on behalf of the company



Attachment : List of Strategic Shareholders Name

List of Strategic Shareholders Name

	No. of Shareholders	No. of Shares	% of paid-up capital (Ordinary shares only)
<b>1. Directors, managers, and executive management including related persons and associated persons</b>			
1. นาย เสรี สุขสถาพร (2)		1,527,750	0.15
- นาย เสรี สุขสถาพร		927,750	0.09
- น.ส. นลลันรัช สุขสถาพร (Children)		600,000	0.06
2. นาย ไพโรจน์ บุญคงขึ้น (2)		510,000	0.05
- นาย ไพโรจน์ บุญคงขึ้น		150,000	0.01
- นาง นารี บุญคงขึ้น (Father or Mother)		360,000	0.04
3. นาง ศิริเพ็ญ วิลลิกษณ์ (2)		7,903,400	0.79
- นาง ศิริเพ็ญ วิลลิกษณ์		5,960,250	0.59
- นาง สุกัญญา วณิชจักรวงศ์ (Children)		1,943,150	0.19
4. นาย เจริญรัฐ วิลลิกษณ์ (2)		112,734,960	11.2
- นาย เจริญรัฐ วิลลิกษณ์		112,704,960	11.2
- นาง หทัยชนก วิลลิกษณ์ (Spouses)		30,000	0
5. นาย ธนวัฒน์ วิลลิกษณ์ (3)		23,338,500	2.32
- นาย ธนวัฒน์ วิลลิกษณ์		22,128,500	2.2
- นาง เพชรรัตน์ สัมสวัสดิวงศ์ (Spouses)		1,200,000	0.12
- นาง เพชรรัตน์ สัมสวัสดิวงศ์ (Spouses)		10,000	0
6. นาย ธีระชัย พงศ์พานงาม (2)		1,020,000	0.1
- นาย ธีระชัย พงศ์พานงาม		20,000	0
- น.ส. พัชรินทร์ รักพาณิชย์ (Spouses)		1,000,000	0.1
7. นาย วัฒนชัย วิลลิกษณ์ (7)		275,865,755	27.41
- นาย วัฒนชัย วิลลิกษณ์		104,977,160	10.43
- บริษัท วิลลิกษณ์ อินเตอร์เนชั่นแนล โฮลดิ้ง จำกัด (Same Person)		10,000,000	0.99
- บริษัท วิลลิกษณ์ อินเตอร์เนชั่นแนล โฮลดิ้ง จำกัด (Same Person)		62,754,100	6.23
- บริษัท วิลลิกษณ์ อินเตอร์เนชั่นแนล โฮลดิ้ง จำกัด (Same Person)		76,100,000	7.56
- นาย ฐนันท วิลลิกษณ์ (Children)		6,120	0
- นาย วัฒนชัย วิลลิกษณ์ (Same Person)		22,000,000	2.19
- น.ส. อรพรรณ เหล่าประเสริฐ (Spouses)		28,375	0
<b>Total</b>	20	422,900,365	42.02
<b>2. Shareholders who have a holding of 5% or above including related persons</b>			
1. นาง จารุณี ชินวงศ์วรกุล (4)		106,870,000	10.62
- นาง จารุณี ชินวงศ์วรกุล		71,341,300	7.09
- นาง จารุณี ชินวงศ์วรกุล (Same Person)		31,378,700	3.12
- นาย วิชิต ชินวงศ์วรกุล (Spouses)		3,250,000	0.32
- นาย วิชิต ชินวงศ์วรกุล (Spouses)		900,000	0.09
<b>Total</b>	4	106,870,000	10.62
<b>3. Others controlling persons</b>			
<b>Total</b>	0		
<b>Grand Total</b>	24	529,770,365	52.63