



(Translation)

**Minutes of the 2026 Annual General Meeting of Shareholders  
of Samart Corporation Public Company Limited**

**Time and Venue** The meeting was held on April 23, 2026 at 03.30 p.m. at Meeting Room, 16<sup>th</sup> Floor, No. 99/20 Moo 4 Software Park, Chaengwattana Rd., Klong Gluar, Pak-kred, Nonthaburi 11120.

**Directors and Chairman of the Committees Present**

- |                                   |   |
|-----------------------------------|---|
| 1. Mr. Seri Suksathaporn          | Chairman / Independent Director / Audit Committee Member / Chairman of the Corporate Governance Committee / Nominating and Compensation Committee Member                  |
| 2. Mr. Vichai Srikwan             | Vice Chairman / Independent Director / Chairman of the Audit Committee / Chairman of the Nominating and Compensation Committee  |
| 3. Dr. Pairoj Boonkongchuen, M.D. | Independent Director / Audit Committee Member / Nominating and Compensation Committee Member  |
| 4. Mr. Prinya Waiwatana           | Independent Director / Corporate Governance Committee Member  |
| 5. Mrs. Siripen Vilailuck         | Director  |
| 6. Mr. Sirichai Rasameechan       | Director / Corporate Governance Committee Member  |
| 7. Mr. Charoenrath Vilailuck      | Director / Executive Chairman / Chief Executive Officer / Chairman of the Risk Management Committee   |
| 8. Mr. Watchai Vilailuck          | Director / Executive Vice Chairman - Corporate Strategy & New Business Development / Risk Management Committee Member / Chairman of the Sustainable Development Committee |
| 9. Mr. Teerachai Phongpanangam    | Director / Executive Director / Group President / Risk Management Committee Member / Sustainable Development Committee Member   |
| 10. Mr. Thananan Vilailuck        | Director / Executive Vice Chairman - Corporate Management / Risk Management Committee Member / Sustainable Development Committee Member                                   |

Ten directors participated in the Meeting, equivalent to 100 percent of the total number of directors.

**SAMART**

**SAMART CORPORATION PUBLIC CO., LTD.**

No.0107539000188, 99/1 Moo 4, Software Park, 35<sup>th</sup> Fl., Chaengwattana Rd., Klong Gluar, Pak-kred, Nonthaburi 11120

**Managements Present**

- |    |              |            |   |
|----|--------------|------------|---|
| 1. | Mr. Pachara  | Kittiyawat | Vice President - Finance                        |
| 2. | Ms. Wanpen   | Ngamsatian | Assistant Vice President - Corporate Accounting |
| 3. | Mr. Ruttanun | Vilailuck  | Senior Manager - Investor Relations             |
| 4. | Mrs. Jirawan | Rujisonthi | Company Secretary                               |

**Representative from Company's Auditor - EY Office Limited**

- |    |                |             |
|----|----------------|-------------|
| 1. | Ms. Siriwan    | Suratepin   |
| 2. | Ms. Duangkamol | Prakorbsang |
| 3. | Ms. Thitiya    | Lertwanich  |

**Preliminary Proceedings** There were a total of 32 shareholders and proxy holders who attended the Meeting, comprising 18 shareholders attended the Meeting in person and 14 shareholders attended in proxy, representing a total of 432,742,979 shares equivalent or equal to 43.2912% of total paid up shares of the Company as 999,610,498 shares, thus constituting a quorum as per the Company's Articles of Association. However, such total paid up shares of the Company minus shares repurchased under the Treasury Stock Project of 6,893,700 shares which cannot be countable as part of the quorum, no right to vote and no right to receive dividend.

Furthermore, registration for the shareholders' meeting was allowed even after commencement of the meeting. Therefore number of shares that has the rights to vote may not be equal for each agenda. Mr. Seri Suksathaporn, Chairman of the meeting declared commencement of the meeting and introduced members of the Board of Directors, chairman and members of the committees, managements and the auditors to the meeting.

The Chairman informed the meeting that for transparency on counting the vote in the meeting, the Company has invited Mr. Kajornpol Teeprasan, a shareholder attended the meeting in person, to be the vote inspector as well as requested for additional volunteers from the shareholders to be inspector. However, no person is volunteered to inspect and count the vote this time. The Chairman requested the Company Secretary to declare the voting procedures. Then, the Company Secretary clarified the voting procedures to the shareholders as follows:

1. One share would be entitled to one vote;
2. The shareholders would cast their votes for, against, or abstain by marking the voting cards distributed at the registration table;
3. Shareholders who wish to vote against or abstain on any agenda have to raise their hands to enable the officers to collect the execution voting cards;

4. Only votes cast by those voting against or abstain would be counted. The number of those votes would be deducted from the total number of votes cast by the shareholders present at the Meeting. Finally, the balance would be treated as the number of affirmative votes in the relevant agenda. Moreover, the Company has implemented the barcode system for counting votes for displaying promptly;
5. Shareholders who appointed proxy to attend and votes at the meeting, votes cast in the proxy form; for against or abstain, have been recorded in the computer and presented to the shareholders compared with the total number of shareholders who attend the meeting and have the right to vote after voting on each agenda;
6. Shareholders or proxy holders who would like to share opinions, suggestions or have any questions, in all agendas, please raise your hand and submit your written questions to the Company's staff to submit it to the Chairman of the meeting. In this regard, the Company would like to record the names of shareholders who give any suggestions and ask questions in the minutes of this meeting.

Moreover, the Company would like the permission to take photos, audio and video for this meeting in order to arrange the minute of meeting.

The Company Secretary informed the meeting that there was 8 agendas (including other matters agenda), that the details of the voting and calculation methods are as follows;

- Agenda 1, 3, 4, 5, and 7 will require the majority of votes of shareholders who attend the meeting and cast their votes, calculating from for, against and voided ballots.
- Agenda 2 was for acknowledgement, therefore there was no vote casting.
- Agenda 6 will be required not less than two-thirds (2/3) of votes of shareholders who attend the meeting, calculating from for, against, abstain and voided ballots.
- In case of a tie vote, the Chairman of the meeting shall be entitled to a casting vote.

As the Company allowed its shareholders to propose matters to the Board of Directors of the Company for consideration as agenda of the 2026 Annual General Meeting of the Shareholders and also allowed shareholders to submit any enquiries prior to the meeting date. However, there was not any enquiry and proposal from the shareholders to be add in the agenda of this meeting.

When the shareholders acknowledged and agreed the voting method as described above, then, the Chairman conducted the meeting according to the following agendas.

**Agenda 1**      **To consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders held on April 24, 2025.**

The Chairman proposed to consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders held on April 24, 2025 which been considered and pre-approved on the correctness and the copies were distributed together with the notice of the meeting to all shareholders in order to examine the minutes in advance. The Chairman noted that there was no shareholder objected or proposed any amendment, the Chairman requested for resolution from the meeting.

The Board of Directors opined that the minute is correct and shareholders should consider for certification.

**Resolution :**      ***The meeting considered and certified the Minutes of the 2025 Annual General Meeting of Shareholders held on April 24, 2025 without any amendments with majority of votes of shareholders who attend the meeting and cast their votes as follows:***

<b>Total</b>	<b>36 Shareholders</b>	<b>representing</b>	<b>433,748,689 shares</b>
<b>For</b>	<b>433,748,689 Votes,</b>	<b>equal to</b>	<b>100.0000 %</b>
<b>Against</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>
<b>Abstain</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>- %</b>
<b>Voided ballots</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>

**Remark:** ***In this agenda, there were 4 additional shareholders attended the Meeting that represented 1,005,710 shares.***

**Agenda 2**      **To acknowledge the Company's 2025 operating results and the Annual Report.**

The Chairman requested Mr. Watchai Vilailuck, Executive Vice Chairman - Corporate Strategy & New Business Development, to report the Company's operating results. Then, Mr. Watchai Vilailuck summarized the Company's operating results for the year 2025 to the meeting, to begin with, the presentation covered the business structure, nature of business of each line of businesses, revenue structure and the progress of the corruption prevention of the Company which can be summarized as follows:

The Smart Group Company has been divided into 3 Line of Businesses ("LOB") as follows:

1. Digital ICT Solution LOB
2. Digital Communications LOB
3. Utilities and Transportations LOB

Four companies listed on the Stock Exchange of Thailand are Smart Corporation Public Company Limited, Smart Telcoms Public Company Limited, Smart Digital Public Company Limited, and Smart Aviation Solutions Public Company Limited.

In 2025, the Company had revenue from sales, contracted work and services in an amount of Baht 10,816 million, increased by 7.70% from the previous year. This increase came from the Digital ICT Solution business by 49% , the Utilities and Transportations business by 46% and from the Digital Communications business by 5%.

### **Nature of Business**

**Digital ICT Solution** divided into 3 line of businesses.

1. **Network Solutions** operates in areas of telecommunication systems and advanced data communication networks.
2. **Enhanced Technology Solutions** provides information and communication technologies including digital solutions that integrate and apply various technologies.
3. **Business Application** provides solutions and services regarding advanced software application.

**Digital Communications** divided into 2 line of businesses.

1. **Digital Network** engaged in the distribution of communications and electronics equipment as well as provides integrated businesses in digital network and solution.
2. **Digital Content** provides varieties of most updated information, news and edutainment contents that address to everyone's need and fit with their lifestyles in the form of voice and non-voice including Multimedia in various forms of VDO Streaming, Real-time Service, and One-on-One Service through multi-channel communication devices.

**Utilities and Transportations** divided into 3 line of businesses.

1. **Aviation Solutions** provides air traffic control services in Cambodia and sells equipment related to aviation radio.
2. **Power Construction and Service** provides comprehensive services for the construction of high-voltage substations and transmission line systems, including both overhead lines and underground cables. Our expertise extends to the design and installation of energy management and control systems tailored for industrial and large-scale commercial buildings. Furthermore, we are expanding our services into digital substations and modern energy management solutions.
3. **Other Solution and Manufacturing** provides Direct Coding Service on the product's packaging, including manufacture and distribution of television and radio antennas, Broadcast Network Solution as well as produce metal work, metal sheet products and related products which apply with electronic system, station equipment, all varieties of meters, and mobile base station provided 3G / 4G network, including metal forming products, aluminium, and zinc, as well as engages in business of distribution, design, contract for installation and maintenance security system, closed circuit television (CCTV) system.

### **Growth in each line of business**

- Digital ICT Solution business reported revenue from sales, contract work and service of Baht 5,336 million, increased by Baht 1,239 million or 30.24% from the previous year.

- Digital Communications business reported revenue from sales, contract work and service of Baht 503 million, decreased by Baht 12 million or 2.33% from the previous year.
- Utilities and Transportations business reported revenue from sales, contract work and service of Baht 4,972 million, decreased by Baht 453 million or 8.35% from the previous year.

**Backlog**

By the end of 2025, the Company had the backlog of Baht 15,686 million, which increased at 18% from the previous year as detail below;

- The Digital ICT Solution business had the backlog of Baht 6,694 million.
- The Digital Communications business had the backlog of Baht 509 million.
- The Utilities and Transportations business had the backlog of Baht 8,483 million.

Moreover, the Sustainability Development Report and CSR activities were reported by video which can be summarized as below.

In addition to developing technological products and services, the Samart group is also committed to drive business towards sustainability, covers economic and corporate governance, social and environmental dimensions under the good corporate governance and taking into account to all stakeholders.

**1) Economic and corporate governance dimension**

The Company realizes the importance of business operation and management in accordance with good corporate governance principles seriously and concrete, in order to manage the business effectively and efficiently including stable and sustainable growth and fair to all concerned parties.

Such strong intention and determination on encouraging for operations pursuant to corporate governance principles, as a result, Samart Corporation Public Company Limited (“SAMART”) and its 3 listed subsidiaries, Samart Telcoms Public Company Limited (“SAMTEL”), Samart Digital Public Company Limited (“SDC”) and Samart Aviation Solutions Public Company Limited (“SAV”), received corporate governance assessment results in 2025 as follows:

<b>Evaluation</b>	<b>Company</b>	<b>Assessment Result</b>	<b>Organized by</b>
Corporate Governance of Thai Listed Companies in 2025	SAMART SAMTEL SDC SAV	Excellent (5 Stars)	Institute of Directors Association (IOD) together with the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand
Quality on Arrangement of Annual General Meeting of Shareholders for 2025	SAMART SAMTEL SDC SAV	4 coins	Thai Investors Association

2) **Social dimension** under the guideline of “**Developing Quality people and Moral society**”

The Samart Group earnestly encourages employees to take initiatives for the benefit of society, stimulating their volunteer spirit to help, share, and do good deeds for society, through the “**Dee Club**”, formed by a group of volunteering employees. Other activities beneficial to society are also held and contributions to various public charitable activities continuously made by “**Samart Foundation**”.

**“Developing quality people”**

Human resources are the key driving force behind the progress of society, economy and the nation. The Company therefore focuses on “developing quality people” both within and outside the organization, providing support of several kinds through various projects and activities as follows:

**1. Money Camp & SAMTEL OPEN HOUSE**

The program provided knowledge on technology and aimed to instill good financial habits in the children of employees. The young participants were taught to be technology literate, knowing how to use devices properly. Speakers included those from leading training institutions as well as Samtel Group executives and staff.

**2. Promoting knowledge of technology**

● **SAMTEL CAREER DAY Project**

Samart Group, in collaboration with leading IT educational institutions and universities, implemented the “SAMTEL CAREER DAY” project to promote learning about digital technology, artificial intelligence, and ICT skills to young people and students in various higher education institutions. The objective is to enhance the readiness of the new generation of personnel to confidently enter technology careers as well as to promote equal access to digital knowledge in society.

● **PowerSchool Innovation in Education Summit 2025**

Samart Telcoms Public Company Limited, in collaboration with PowerSchool, organized an academic seminar for school administrators, teachers, and educational personnel related to the theme of “Personalized Learning in Action: What It Is & How to Achieve It”.

● **Smart Banking Foundation Seminar**

Samart Telcoms Public Company Limited organized the “Smart Banking Foundation” seminar to enhance technological knowledge for financial institutions and banks in the digital age. The seminar focused on improving infrastructure efficiency and data security. This seminar helped improve the capacity of the financial business sector to apply new technologies in providing secure and stable digital services.

### 3. Development of quality people within the organization and society

- **Canva Program Usage Techniques:** This training program aimed to enhance employees' skills in creating engaging presentations that clearly reach target audiences. The emphasis was on hands-on practice to learn how to use the various tools effectively.
- **Fine Financial by Mr. Thanathon Karnjanisakorn:** The aim of the talk was to strengthen financial literacy through knowledge of financial planning for salaried employees and systematic debt management.
- **Strong Kids Camp:** In collaboration with the Thai Health Promotion Foundation (ThaiHPF), the program provided training in Critical Survival Skills, i.e. emergency response, survival, and self-defense skills to 30 young people aged 7-12 years, who are children of employees. This reflects the company's commitment to caring for employees' families.

#### “Promoting a moral society”

The Company earnestly encourages employees to take initiatives for the benefit of society, stimulating their volunteer spirit to help, share, and do good deeds for society, through the “**Dee Club**”, formed by a group of volunteering employees. Other activities beneficial to society are also held and contributions to various public charitable activities continuously made by “**Samart Foundation**”.

#### **Volunteering power contributing to social development**

- **Give Blood, Save more Lives, Happiness to All:** a blood drive project, is run annually in cooperation with Thai Red Cross Society at Software Park Building.
- **Knit for Merit Project:** In this project organized consecutively for the 11<sup>th</sup> year by Samart Group, this year, its employees finished knitting over 100 woolen hats and gave them to Buddhist monks as well as those people affected by the cold weather in remote areas.
- **Spreading Happiness:** This is a project aimed at creating a happy society by organizing activities for employees to work together with the company in sharing and supporting youth and those in need in society.
- **Disaster Relief Project:** Essential goods were provided for people affected by floods in the South. Donations were also made to help with post-disaster recovery through the Thai Red Cross Society.

### 3) Environmental dimension

The 4Rs principle (Rethink, Reduce, Reuse, and Recycle) under “SAMART save the world” project has been put into practice, thereby reducing the cost of energy and resources, while also alleviating the problems and the impact of climate change.

- **Samart Go Green Market:** The Go Green Market was an event organized for employees to meet and trade their goods and swap their hobbies, with the emphasis on environmentally friendly behavior according to the 4R principles. This included using

reusable materials and containers, and sorting unused clothing for the Yuvabhadana Foundation, which exchanged it for educational funds for youth through their Pankan project.

- **How to Dispose of E-Waste:** The project provides knowledge on the proper segregation of electronic waste, with a practical campaign on waste sorting according to the 4R principles, to encourage employees and the general public to recognize the importance of sorting electronic waste for efficient use of resources, and disposing of the e-waste properly to sustainably reduce environmental pollution. E-waste collection points for communities are also set up. Collaboration was expanded to include service centers and branches nationwide (a total of 19 locations). In addition, partnering with AIS and 250 other organizations, the Company was involved in converting e-Waste into internet access to support education in schools in remote areas.
- **The Dare for Earth:** project put forth efforts in collaboration with Pakkret Municipality to provide environmental knowledge and training for people in the community and employee representatives, highlighting the importance of sustainable green spaces. In the training, after learning about carbon credits, about 100 people who participated in the program were given saplings. They also planted medium-sized native durian trees in the community area and learned how to measure the trees and calculate carbon credits.

#### **Progress of the corruption prevention of the Company**

The Company has joined the Partnership against Corruption for Thailand (PACT) to attend the training course and gather recommendation on anti - corruption procedures. In addition, the Company has published the Corruption Prevention Policy, also communication / publication to the directors, managements and employees for their acknowledgment and action as well as arrange the whistleblowing or complaints. However, the whistleblower or complainant will be protected by the Company and the information will be kept confidential. In June 2025, the representatives of the Company have participated in an event promoting the implementation of key urgent projects to improve Thailand's Corruption Perception Index (CPI) score, organized by the Office of the Public Sector Anti-Corruption Commission (PACC).

All of these activities are to reflect the Samart Group's intention to be able to participate and take responsibility to society earnestly and continuously that the details has already disclosed in the Annual Registration Statement / Annual Report 2025 (Form 56-1 One Report).

The Chairman suggested the shareholders to inquire and comment. There were some questions as follows:

Question 1 : Ms. Umachasaya Charoenchai, a proxy from Thai Investors Association, asked that according to the auditor's report concerning the debt obligations of Samart Digital Public Company Limited ("SDC"), a subsidiary of the Company, which has long-term liabilities totaling Baht 1,333 million, from the perspective of the parent company ("the Company" or

“SAMART”), what criteria are applied in determining when financial assistance should be extended to the subsidiaries? Additionally, what is the maximum level of financial support that can be provided, to ensure that the financial support of the subsidiaries that has not yet fully recovered does not negatively impact the Company’s capacity to pursue new investments?

Answer 1 : Mr. Pachara Kittiyawat, Vice President - Finance, clarified to the meeting that over the years, SDC has consistently maintained sufficient operating cash flow to repay its debts in accordance with loan the repayment schedules of each bank loan. However, when providing financial assistance to the subsidiaries, SAMART, as the parent company, will consider each case on a case by case basis, by focusing on key factors such as cash reserves, liquidity, funding plans, and short-term, medium-term, as well as long-term investment plans, ensuring that the financial assistance does not negatively impact the parent company’s financial position. Furthermore, both SAMART and SDC must strictly comply with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission, including other relevant regulations.

Question 2 : Ms. Umachasaya Charoenchai, a proxy from Thai Investors Association, asked that for its acquisition plans in 2026, what methods does the Company use to select target businesses for acquisition to ensure worthwhile investments, specifically, these criteria that prioritize businesses can immediately generate profits for the Company’s group, avoiding lengthy recovery periods and does not negatively impact on the parent company’s financial position?

Answer 2 : Mr. Watchai Vilailuck, Executive Director / Executive Vice Chairman - Corporate Strategy & New Business Development, clarified to the meeting that, the Company carefully considers all acquisitions, conducting thorough studies before proceeding with each project, whether it concerns businesses related to the Samart Group or other businesses, to ensure worthwhile investments. In addition, the Company has financial advisors to provide guidance, assess business valuations, and study potential business opportunities that can complement the Samart Group’s existing operations.

In addition, the Company has previously acquired Teda Co., Ltd. and Portalnet Co., Ltd. in the past, which were not directly related to the Samart Group’s businesses but both companies have generated significant profits for the Samart Group. Therefore, it can be concluded that the Company has prudent guidelines, cost-effective, and sustainable growth strategy, focusing on both organic growth from existing businesses and growth through mergers and acquisitions.

***Resolution: The meeting acknowledged the Company’s 2025 operating results and the Annual Report. This agenda was for acknowledgement, therefore there was no vote casting.***

**Agenda 3 To consider and approve the Company’s Statement of Financial Position and Profit and Loss Statement for the year ended December 31, 2025.**

The Chairman proposed the meeting to consider and approve the Company’s Statement of Financial Position and Profit and Loss Statement for the accounting period ended December 31, 2025, which had been certified by the Company’s auditors, EY Office Limited, and the Company’s Audit Committee already. The Board of Directors has endorsed the financial statement and recommended that the shareholders should approve the 2025 financial statements. The Chairman requested Mr. Teerachai Phongpanangam, Group President, to summarize the financial statement to the meeting.

Mr. Teerachai Phongpanangam reported the Company’s consolidated financial statement for the period ended December 31, 2025 and Management Discussion and Analysis (MD&A) for 2025 as follows:

In 2025, the Company and the subsidiaries have revenue from sales, and services was Baht 10,816 million with total consolidated revenue of Baht 10,957 million. Cost of sales, and services was Baht 8,406 million with total selling, admin and others expenses of Baht 1,374 million and Baht 276 million and Baht 221 million of finance cost and tax respectively. Nevertheless, the Company has a net profit of Baht 479 million. This reflected a profit of Baht 0.48 per share.

In addition, the Company’s consolidated current assets were Baht 9,157 million with total assets of Baht 17,027 million. The current liabilities were Baht 7,112 million with total liabilities of Baht 10,043 million and shareholders’ equity of Baht 6,983 million.

The Chairman suggested the shareholders to inquire and comment. There was no question from shareholders. Then, the Chairman requested the meeting to consider and approve the Company’s Statements of Financial Position and Profit and Loss Statement for the year ended December 31, 2025.

**Resolution: The meeting considered and approved the Company’s Statement of Financial Position and Profit and Loss Statement for accounting period ended December 31, 2025 with the majority of votes of shareholders who attend the meeting and cast their votes as follows:**

<b>Total</b>	<b>37 Shareholders</b>	<b>representing</b>	<b>433,749,689 shares</b>
<b>For</b>	<b>433,749,689 Votes,</b>	<b>equal to</b>	<b>100.0000 %</b>
<b>Against</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>
<b>Abstain</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>- %</b>
<b>Voided ballots</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>

**Remark: In this agenda, there was 1 additional shareholder attended the Meeting that represented 1,000 shares.**

**Agenda 4**      **To consider and approve the appropriation of legal reserve and dividend payment for 2025.**

The Chairman requested Mr. Teerachai Phongpanangam, Group President, to clarify the legal reserve and dividend payment for the year 2025. Mr. Teerachai Phongpanangam reported to the meeting that according to the Public Company Act B.E. 2535, in section 116 and the Clause 40 of the Company's Article of Association the Company is required to set aside as a statutory reserve at least 5 percent of its net earnings for the year after deducting retained loss brought forward (if any) until the reserve reaches ten percent of the registered capital. Moreover, the Dividend Policy of the Company as follow;

*“The Company has policy to pay dividend to the shareholders of no less than 50% of its net profit in financial statement after deduction of all reserves as stated in the Company's Articles of Association and related laws, subject to the Company's future investment plans and business expansion, including other necessity and suitability.*

*In addition, payment for dividend will derive from profits from disposal of investments or fixed assets of the Company or its subsidiaries. The management and the Board of Director will decide whether or not to pay dividend or amount to be paid by taking into account the Company's future investment plans and business expansion, including other necessity and suitability”.*

In 2025, the Company has a net profit shown in an annual separate financial statement of Baht 254 million, with earnings per share of Baht 0.25. The Board of Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the dividend payment for fiscal year 2025 by allocating profits from the 2025 operating results and the Company's unallocated retained earnings at Baht 0.24 per share, equivalent to 95.11% of the shown in an annual separate financial statement. This exceeds the Company's usual dividend policy. The interim dividend at Baht 0.10 per share was paid to shareholders on September 12, 2025, the remaining of Baht 0.14 per share to the eligible shareholders for dividend payment on March 19, 2026 (Record Date) and the proposed payment date will be on May 18, 2026. There is no need to allocate additional legal reserve because the legal reserve has been fully allocated as required by law.

The Board of Directors has considered and agreed that the legal reserve has been fully allocated as required by law. Therefore, there is no need to allocate additional legal reserve and deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the dividend payment for fiscal year 2025 by allocating profits from the 2025 operating results and the Company's unallocated retained earnings at Baht 0.24 per share. The interim dividend at Baht 0.10 per share was paid to shareholders on September 12, 2025, the remaining of Baht 0.14 per share to the eligible shareholders for dividend payment on March 19, 2026 (Record Date) and the proposed payment date will be on May 18, 2026.

The Chairman suggested the shareholders to inquire and comment. There was no question from shareholders. Then, the Chairman requested the meeting to consider and approve the omission of appropriation of legal reserve and approve the dividend payment for 2025.

***Resolution: The meeting considered and approved the omission of the appropriation of legal reserve and approved the dividend payment from the 2025 operating results with the majority of votes of shareholders who attended the meeting and casted their votes as follows:***

<b>Total</b>	<b>37 Shareholders</b>	<b>representing</b>	<b>433,749,689 shares</b>
<b>For</b>	<b>433,749,689 Votes,</b>	<b>equal to</b>	<b>100.0000 %</b>
<b>Against</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>
<b>Abstain</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>- %</b>
<b>Voided ballots</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>

**Agenda 5 To consider and approve the appointment of Company's Directors to replace of those who will retire by rotation for 2026.**

The Chairman requested Dr. Pairoj Boonkongchuen, M. D. , the Nominating and Compensation Committee Member, to be the Chairman in this agenda.

Dr. Pairoj Boonkongchuen, M. D. reported to the meeting that there are 4 directors who have conflict of interest in this agenda, Mr. Seri Suksathaporn, Mr. Vichai Srikwan, Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam. The 4 directors requested to go outside the meeting room and they were attended the meeting again after the consideration of the agenda has completed.

According to Clause 16 of the Company's Articles of Association, at the Annual General Meeting of Shareholders, one-third ( 1/3 ) of the Directors are required to retire by rotation. For this year, there are 4 directors from total 10 directors who retire as follows:

1. Mr. Seri Suksathaporn Independent Director / Audit Committee Member
2. Mr. Vichai Srikwan Independent Director / Chairman of the Audit Committee
3. Mr. Watchai Vilailuck Executive Director
4. Mr. Teerachai Phongpanangam Executive Director

The above directors are eligible to be re-elected for another term. The Nominating and Compensation Committee, without conflict of interest or the consider members who will not participate and abstain, considered that the above directors have qualifications as required by Public Company Act B. E. 2535 ( 1992 ) , the regulations of the Stock Exchange of Thailand ( SET ) and the Securities and Exchange Commission (SEC) with experience, knowledge and good understanding in Company's business as well as had contributed lots of valuable things to the Company. Hence, the Nominating and Compensation Committee recommended the meeting to consider the appointment of Mr. Seri Suksathaporn, Mr. Vichai

Srikwan, Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam to resume the directorship for another term.

In addition, Mr. Seri Suksathaporn hold the Independent Director / Audit Committee Member position more than 3 terms and according to the Company's Corporate Governance. Regarding to this, the director should get an unanimous approval from the Nominating and Compensation Committee. The Nominating and Compensation Committee, without conflict of interest or the consider members who will not participate and abstain, has agreed that **Mr. Seri Suksathaporn could perform his duties and feel free to give opinions or report work performance as required by the Board of Directors of the Company, without any influence or control by management or major shareholders of the Company including any related person or relatives of such parties** and had director qualifications as the Independent Director and Audit Committee Member of the Securities and Exchange Commission (SEC).

Moreover, Mr. Vichai Srikwan, the Independent Director / Chairman of the Audit Committee, has qualified as the Independent Director and Audit Committee Member of the Securities Exchange Commission (SEC).

The Company's Director / Independent Director Nomination criteria as follows:

1. The Nominating and Compensation Committee will select and nominate the appropriate candidate with regard to qualifications, experience, knowledge, ability that will beneficial to the Company and consider the diversification in the board's structure, including gender, age, ethnicity and nationality. The Nominating and Compensation Committee will also consider the necessary skills that are still lacking to achieve the Company's business strategy and using the database of IOD. The appropriate candidates, who have qualifications as specified by the relevant laws, will propose to the Board of Directors' or the Shareholders' Meeting for approval in accordance with the Company's Articles and Association.

2. For election of independent directors, the Nominating and Compensation Committee will nominate any person who is fully complied with the qualifications of Independent Directors under the Company's policy and requirements of the SEC and the SET to propose to the Board of Directors' and/or the Shareholders' Meeting for approval in case of rotation or others.

3. Determining whether to recommend a director for re-election, the Nomination and Compensation Committee will consider relevant factors such as past performance, directors' dedication, history of attendance and participation in meeting, number of listed companies that each director holds tenure in of not exceeding five listed companies, and other contributions to the activities undertaken by the Board of Directors. In the case of independent directors, their respective independent qualifications shall also be considered.

4. The appointment of the Board members shall comply with the Company's Articles of Association and all relevant laws. Selection of the directors shall be transparent and clear through initially consider of the Nomination and Corporate Governance Committee with the following criteria and procedures in the shareholders' meeting:

- (1) Each shareholder shall have one vote on each share.
- (2) In voting, a shareholder shall vote in accordance with the number of votes each shareholder has under (1) for one or several directors. The said shareholder may not allot any number of his votes to any person.
- (3) The person obtaining the highest and higher votes respectively shall be elected as directors equal to the number of directors required or ought to be elected at such a meeting. In the event that persons receiving votes in respective orders receive equal votes and the number of directors exceeds the positions required or ought to be, the chairman of the meeting shall have a casting vote.

The Company proposed shareholders to elect the directors on an individual basis to allow shareholders to elect the desirable directors.

In case a directorship becomes vacant by any reason other than the expiration of the term, the Board of Directors shall elect a person possessing the qualifications and being under no prohibitions under the relevant laws as a replacing director at the Board of Directors' Meeting, unless the remaining term of such director is less than two months. The replacing director shall hold office only for the remaining term of the replaced director. The resolution of the Board of Directors' Meeting must be passed by votes of not less than three-fourths of the remaining directors.

5. For nomination of the committee, the Nominating and Compensation Committee will consider appropriate knowledge and ability, composition of the entire committees, criteria of directorship and independence of director prior to propose to the Board of Directors for approval.

The Board of Directors, without members who have conflict of interest in this agenda, has **considered and reviewed** in accordance with the criteria and procedures for the nomination of the Company's directors and committees, to be in line with the opinion of the Nominating and Compensation Committees that the nominated persons have qualifications and appropriate for the Company's business, and agreed to propose to the shareholders' meeting for consideration and approval the below persons to re-appoint as the Company's directors for another term.

- |                                |  |
|--------------------------------|--|
| 1. Mr. Seri Suksathaporn       | Independent Director / Audit Committee Member          |
| 2. Mr. Vichai Srikwan          | Independent Director / Chairman of the Audit Committee |
| 3. Mr. Watchai Vilailuck       | Executive Director                                     |
| 4. Mr. Teerachai Phongpanangam | Executive Director                                     |

The Chairman suggested the shareholders to inquire and comment. There was a question as follows:

Question : Mr. Anun Punpipatpibool, a shareholder attending a meeting in person, asked what is the Company's view on allowing Independent Director to hold the position more than 3 terms (9 years)?

Answer : Dr. Pairoj Boonkongchuen, M.D., Director / The Nominating and Compensation Committee Member, clarified to the meeting that the Company's Articles of Association do not specify the number of terms for independent directors. However, the Company's Corporate Governance Policy stipulates that the independent directors shall be in post no longer than 3 terms except getting a unanimous approval from the Nominating and Compensation Committee due to his/her contribution to the Company and the Committee ensures that the extra term will not cause or impact to the independent of such director as well as obtain an approval from Board of Directors and/or the Company's shareholders. The Nomination and Remuneration Committee considers the qualifications, suitability, and performance of individuals to be directors according to the nomination director criteria. If the independent directors remain in good health and perform their duties normally, such directors are deemed suitable to continue being as the independent directors.

***Resolution: The meeting considered and resolved as follows: (There were 4 directors who have conflict of interest, Mr. Seri Suksathaporn, Mr. Vichai Srikwan, Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam, did not participate voting)***

● ***Acknowledged the retirement by rotation of Mr. Seri Suksathaporn, Mr. Vichai Srikwan, Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam, from the directorship.***

● ***Approved to re-appoint of Mr. Seri Suksathaporn as the Company's director / Independent Director / Audit Committee Member for another term.***

● ***Approved to re-appoint of Mr. Vichai Srikwan as the Company's director / Independent Director / The Chairman of the Audit Committee for another term.***

● ***Approved to re-appoint of Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam as the Company's directors for another term.***

***The above directors were re-elected to be the Board of Directors for another term with the majority of votes of shareholders who attended the meeting and casted their votes as follows: (There were 4 directors who have conflict of interest, Mr. Seri Suksathaporn, Mr. Vichai Srikwan, Mr. Watchai Vilailuck and Mr. Teerachai Phongpanangam, did not participate voting)***

<b>1) Mr. Seri Suksathaporn (Independent Director / Audit Committee Member)</b>					
<b>Total</b>	<b>38</b>	<b>Shareholders</b>	<b>representing</b>	<b>434,039,689</b>	<b>shares</b>
<b>For</b>	<b>432,971,029</b>	<b>Votes,</b>	<b>equal to</b>	<b>99.9675</b>	<b>%</b>
<b>Against</b>	<b>140,910</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0325</b>	<b>%</b>
<b>Abstain</b>	<b>927,750</b>	<b>Votes,</b>	<b>equal to</b>	<b>-</b>	<b>%</b>
<b>Voided ballots</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0000</b>	<b>%</b>
<b>2) Mr. Vichai Srikwan (Independent Director / Chairman of the Audit Committee)</b>					
<b>Total</b>	<b>38</b>	<b>Shareholders</b>	<b>representing</b>	<b>434,039,689</b>	<b>shares</b>
<b>For</b>	<b>434,006,789</b>	<b>Votes,</b>	<b>equal to</b>	<b>99.9924</b>	<b>%</b>
<b>Against</b>	<b>32,900</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0076</b>	<b>%</b>
<b>Abstain</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>-</b>	<b>%</b>
<b>Voided ballots</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0000</b>	<b>%</b>
<b>3) Mr. Watchai Vilailuck (Executive Director)</b>					
<b>Total</b>	<b>38</b>	<b>Shareholders</b>	<b>representing</b>	<b>434,039,689</b>	<b>shares</b>
<b>For</b>	<b>307,029,629</b>	<b>Votes,</b>	<b>equal to</b>	<b>99.9893</b>	<b>%</b>
<b>Against</b>	<b>32,900</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0107</b>	<b>%</b>
<b>Abstain</b>	<b>126,977,160</b>	<b>Votes,</b>	<b>equal to</b>	<b>-</b>	<b>%</b>
<b>Voided ballots</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0000</b>	<b>%</b>
<b>4) Mr. Teerachai Phongpanangam (Executive Director)</b>					
<b>Total</b>	<b>38</b>	<b>Shareholders</b>	<b>representing</b>	<b>434,039,689</b>	<b>shares</b>
<b>For</b>	<b>434,019,689</b>	<b>Votes,</b>	<b>equal to</b>	<b>100.0000</b>	<b>%</b>
<b>Against</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0000</b>	<b>%</b>
<b>Abstain</b>	<b>20,000</b>	<b>Votes,</b>	<b>equal to</b>	<b>-</b>	<b>%</b>
<b>Voided ballots</b>	<b>0</b>	<b>Votes,</b>	<b>equal to</b>	<b>0.0000</b>	<b>%</b>
<b><i>Remark: In this agenda, there was 1 additional shareholder attended the Meeting that represented 290,000 shares.</i></b>					

**Agenda 6 To consider and approve to fix the remuneration of the Board of Directors and the Committees' members for 2026.**

The Chairman requested Mr. Vichai Srikwan, Chairman of the Nominating and Compensation Committee, to clarify the remuneration of the Board of Directors and the Committees' members for 2026. Mr. Vichai Srikwan declared to the meeting that it is the Company's policy to have remuneration for directors to be comparable to general practice in the industry and be appealing enough to attract and retain qualified directors. The directors who also be appointed to be the member of other Committees will be paid appropriately more in accordance with their extra work.

The approved remuneration for the Board of Directors and Committees for last year was not exceed Baht 7,000,000 of which comprised meeting allowance and annual performance bonus. With comparable to general practice in the industry, the Nominating and Compensation Committee proposed the

Board of Directors to resume remuneration for directors and committees' members for 2026 of which comprise meeting allowance and annual performance bonus without other benefits to be the same as previous year at the amount of not exceed Baht 7,000,000. Details of meeting allowance are as follows:

Detail	Year 2026 (Propose Year)	Year 2025
<b>Board of Directors</b> - The Chairman - Director	Baht 30,000 per meeting Baht 15,000 per meeting	Baht 30,000 per meeting Baht 15,000 per meeting
<b>Audit Committee</b> - The Chairman - Director	Baht 30,000 per meeting Baht 15,000 per meeting	Baht 30,000 per meeting Baht 15,000 per meeting
<b>Corporate Governance Committee</b> - The Chairman - Director	Baht 20,000 per meeting Baht 15,000 per meeting	Baht 20,000 per meeting Baht 15,000 per meeting
<b>Nominating and Compensation Committee</b> - The Chairman - Director	Baht 20,000 per meeting Baht 15,000 per meeting	Baht 20,000 per meeting Baht 15,000 per meeting
<b>Other benefits</b>	None	None

Meeting allowance shall not be paid to the Executive Committee, Risk Management Committee and Sustainable Development Committee because all members of such Committees are the managements who already have remuneration as the Company's managements.

The Board of Directors to be in line with the Nominating and Compensation Committee, agreed to propose to the shareholders for consideration of the remuneration for the Board of Directors and the Committees' members for 2026 of which comprised meeting allowance and annual performance bonus without other benefits to be the same as previous years at the amount of not exceed Baht 7,000,000 with details of meeting allowance as previous year.

The Public Company Act B.E. 2535 in Section 90, the directors' remuneration shall be approved by the Shareholders' meeting with the vote of no less than two-thirds (2/3) of the total votes represented by the shareholders attending the meeting. The Chairman then requested the meeting to consider the directors' remuneration, including meeting allowance for the Board of Directors and Committees, for 2026.

The Chairman suggested the shareholders to inquire and comment. There was no question from shareholders. Then, the Chairman requested the meeting to consider and approve to fix the remuneration of the Board of Directors and the Committees' members for 2026.

***Resolution :*** *The meeting considered and approved the allocation of fund for directors' remuneration, including meeting allowance for the Board of Directors and Committees,*

**for 2026 at the amount of not exceed Baht 7,000,000 to be the same as previous year without other benefits. The meeting allowance for directors for each meeting participated will be as follows:**

**Board of Directors**

- **Chairman Baht 30,000 per meeting**
- **Director Baht 15,000 per meeting**

**Audit Committee**

- **Chairman Baht 30,000 per meeting**
- **Director Baht 15,000 per meeting**

**Corporate Governance Committee**

- **Chairman Baht 20,000 per meeting**
- **Director Baht 15,000 per meeting**

**Nominating and Compensation Committee**

- **Chairman Baht 20,000 per meeting**
- **Director Baht 15,000 per meeting**

**Meeting allowance shall not be paid to the Executive Committee, Risk management Committee and Sustainable Development Committee because all members of such Committees are the managements who already have remuneration as the Company's managements.**

**The above resolution was resolved with the votes of not less than two-thirds (2/3) of votes of shareholders who attended the meeting as follows:**

<b>Total</b>	<b>38 Shareholders</b>	<b>representing</b>	<b>434,039,689 shares</b>
<b>For</b>	<b>434,039,689 Votes,</b>	<b>equal to</b>	<b>100.0000 %</b>
<b>Against</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>
<b>Abstain</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>
<b>Voided ballots</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>

**Agenda 7 To consider and approve the appointment of Company's auditors for 2026 and fixing their remuneration.**

The Chairman requested Mr. Vichai Srikwan, the Chairman of the Audit Committee, to declare about the appointment of auditors the Company's Auditors for year 2026 and fixing their remuneration by reporting to the meeting that the Audit Committee has considered and proposed to the Board of Directors. However, the Board of Directors to be in line with the Audit Committee, agreed to propose to the shareholders for consideration and approval the appointment of auditors from EY Office Limited to be the Company's Auditors for year 2026 and further proposed to the shareholders for consideration.

Mr. Vichai Srikwan proposed the meeting to consider the appointment of Ms. Siriwan Suratepin, an auditor with license no. 4604 and/or Ms. Natteera Pongpinitpinyo, an auditor with certified public accountant (Thailand) no. 7362 and/or Mr. Chawalit Chaluyampornbut, an auditor with certified

public accountant (Thailand) no. 8881 of EY Office Limited as the Company's auditors for 2026 with remuneration of Baht 3,000,000 which increases from the previous year as Baht 50,000. This is because of the growth of the group businesses, which will require additional audit work. However, the remuneration is excluded any miscellaneous expenses of the auditor such as travelling and photocopy expenses etc. In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. If there will be a substantial increase in business activities of the Company in this year, then the audit fee may be reviewed.

The Chairman suggested the shareholders to inquire and comment. There was no question from shareholders. Then, the Chairman requested the meeting to consider and approve the appointment of Company's auditors for 2026 and fixing their remuneration.

***Resolution: The meeting considered and approved the appointment of Ms. Siriwan Suratepin, an auditor with license no. 4604 and/or Ms. Natteera Pongpinitpinyo, an auditor with certified public accountant (Thailand) no. 7362 and/or Mr. Chawalit Chaluyampornbut, an auditor with certified public accountant (Thailand) no. 8881 of EY Office Limited as the Company's auditors for 2026 with remuneration of Baht 3,000,000 which increases from the previous year as Baht 50,000. This is because of the growth of the group businesses, which will require additional audit work. However, the remuneration is excluded any miscellaneous expenses of the auditor such as travelling and photo copy expenses etc. In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. If there will be a substantial increase in business activities of the Company in this year, then the audit fee may be reviewed.***

***The auditors have been appointed with the majority of votes of shareholders who attended the meeting as follows:***

<b>Total</b>	<b>38 Shareholders</b>	<b>representing</b>	<b>434,039,689 shares</b>
<b>For</b>	<b>433,931,689 Votes,</b>	<b>equal to</b>	<b>99.9751 %</b>
<b>Against</b>	<b>108,000 Votes,</b>	<b>equal to</b>	<b>0.0249 %</b>
<b>Abstain</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>- %</b>
<b>Voided ballots</b>	<b>0 Votes,</b>	<b>equal to</b>	<b>0.0000 %</b>

**Agenda 8 Other matters**

The Chairman suggested the shareholders to inquire and comment. There was a question as follows:

Question : Mr. Montree Pancharoen, a shareholder attending a meeting in person, asked about the impact of economic problems in Thailand, Laos, Cambodia, and Myanmar, including border issues between Thailand and Cambodia, problems arising from war, and the geopolitical impacts in various parts of the world, as well as international boycotts against Cambodia and Myanmar, particularly regarding the flight to Cambodia?

Answer : Mr. Teerachai Phongpanangam, the Group President, clarified to the meeting that the company affected by border issues between Thailand and Cambodia is Cambodia Air Traffic Services Company Limited (“CATS”), which provide air traffic control services in Cambodia under Samart Aviation Solutions Public Company Limited (“SAV”). Currently, all operations are proceeding as normal. Regarding the war situation causing the rising fuel prices and potential shortages, the airlines may announce flight reductions, which can slightly impact SAV’s revenue, but it is not expected to severely affect its operational capabilities. Furthermore, concerning the international boycott of Cambodia, the Cambodia has not faced any boycott. The airlines can continue to fly through and operate normally, as well as transactions within Cambodia remain as usual. Also the Company is still able to supply some equipment to the Myanmar with some limitations. However, the Company has plan to solve these issues through close coordination with financial institutions.

Mrs. Jirawan Rujisonthi, the Company Secretary, informed the meeting that the minutes of this meeting will publish on the Company's website ([www.samartcorp.com](http://www.samartcorp.com)) within 14 days from the date of the meeting. Any question or objection, please contact the Company at email: [companysecretary@samartcorp.com](mailto:companysecretary@samartcorp.com) within 30 days of the publication of the minutes of this meeting. In addition, all shareholders are requested to return the voting cards to the Company's staffs in order to keep as evidence.

The Chairman suggested the shareholders to inquire and comment. There was no question from shareholders. Then, the Chairman thanked the shareholders for attending the meeting and declared the meeting adjourned at 04.35 p.m.

- Signature -

\_\_\_\_\_ Chairman

( Mr. Seri Suksathaporn )

- Signature -

\_\_\_\_\_ Secretary

( Mrs. Jirawan Rujisonthi )