



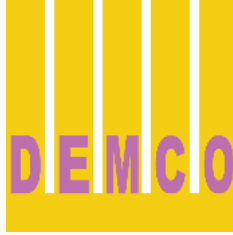
THE 2026 ANNUAL ORDINARY GENERAL MEETING OF SHAREHOLDERS

DEMCO PUBLIC COMPANY LIMITED

**ON WEDNESDAY OF APRIL 29, 2026
AT 2.00 P.M.**

VIA ELECTRONIC MEETING (E-AGM) ONLY

Demco Public Company Limited kindly requests shareholders and/or proxy holders to review the registration procedures, prepare the required identification documents, and study the voting procedures. Shareholders may alternatively grant a proxy to an Independent Director to attend the meeting on their behalf.



บริษัท เด็มโก้ จำกัด (มหาชน)
DEMCO Public Company Limited

DEMCO 009/2026

March 26, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

Attention: Shareholders of DEMCO Public Company Limited

- Attachments:**
1. Copy of the Minutes of the 2025 Annual General Meeting of Shareholders
 2. Annual Registration Statement for 2025 (Form 56-1 One Report) and the Company's Financial Statements for the year ended December 31, 2025 in E-book format (available for download via QR Code)
 3. Names and Profiles of the Persons Nominated for Election as Directors to Replace the Directors Retiring by Rotation
 4. Supporting documents for Agenda 6: Consideration and approval of the determination of Directors' remuneration and Directors' bonus for the year 2026
 5. Supporting documents for Agenda 7: Names and Profiles of the Auditors proposed for appointment as the Company's auditors for the year 2026
 6. Definition of Independent Director and the Company's Articles of Association relating to the Shareholders' Meeting
 7. Profiles of the Independent Directors who have been appointed as Proxies of the shareholders who are unable to attend the meeting
 8. Procedure for attending the shareholders' meeting via electronic meeting (E-AGM)
 9. The Registration Form for attending the meeting via electronic meeting (E-AGM)
 10. Proxy Form (Form A, B and Form C) with documents required for attending the Meeting as a Proxy.
 11. Personal Data Protection Declaration for the Annual General Meeting of Shareholders for the Year 2026

The Board of Directors of DEMCO Public Company Limited (the "Company") has resolved to convene the 2026 Annual General Meeting of Shareholders in the form of an electronic meeting (E-Meeting) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and the Notification of the Ministry of Digital Economy and Society regarding the Security Standards for Electronic Meetings B.E. 2563 (2020), as well as the Company's regulations on electronic meetings. The meeting will be held on Wednesday, April 29, 2026 at 2.00 p.m. and will be broadcast live from the Main Meeting Room at DEMCO Public Company Limited's Head Office,

located at 59 Moo 1, Suanphrikthai, Subdistrict, Mueang Pathum Thani District, Pathum Thani Province 12000, to consider the following agenda items.

Agenda Item 1: To consider and approve the Minutes of the 2025 Annual General Meeting of Shareholders held on April 29, 2025

Facts and Reasons:

The Minutes of the 2025 Annual General Meeting of Shareholders held on April 29, 2025 were prepared within 14 days from the date of the Meeting and were submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by law. The Company has also published such Minutes on its website. A copy of the Minutes is enclosed with this Notice of Meeting (details as shown in Attachment No. 1).

Board of Directors' Opinion:

The Minutes of the 2025 Annual General Meeting of Shareholders held on April 29, 2025 were accurately and completely recorded, prepared within 14 days from the date of the Meeting, and submitted to the relevant authorities within the period prescribed by law. The Board therefore deems it appropriate to propose that the Shareholders' Meeting consider and approve such Minutes.

The Resolution:

This agenda item shall be approved by a majority vote of the shareholders and proxies present at the Meeting and casting their votes.

Agenda Item 2: To acknowledge the Company's operating results for the year 2025

Facts and Reasons:

Pursuant to Section 113 of the Public Limited Companies Act B.E. 2535 (1992) and Article 33 of the Company's Articles of Association, the Company is required to report its operating results for the past year to the Annual General Meeting of Shareholders for acknowledgment. The summary of the Company's performance for the year 2025 is provided in the Annual Registration Statement for the year 2025 (Form 56-1 One Report), which can be accessed via the QR Code specified in this Notice of Meeting. Details are provided in Attachment No. 2.

Board of Directors' Opinion:

The Board deems it appropriate to propose that the Shareholders' Meeting acknowledge the Company's operating results for the year 2025

The Resolution:

This agenda item is for acknowledgment; therefore, no voting is required.

Agenda Item 3: To consider and approve the Company's Financial Statements and the Auditor's Report for the year ended December 31, 2025

Facts and Reasons:

Pursuant to the Public Limited Companies Act B.E. 2535 (1992) and Article 54 of the Company's Articles of Association, the Company is required to prepare the Statement of Financial Position and the Statement of Comprehensive Income as at the end of its accounting period, which must be audited by the Company's auditor

and reviewed by the Audit Committee, and to propose such financial statements to the Annual General Meeting of Shareholders for approval.

The Company has prepared the Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity, and Statement of Cash Flows for the year ended December 31, 2025, together with the Auditor's Report, which have been audited by a certified public accountant and reviewed by the Audit Committee. Details are provided in the Annual Registration Statement for the year 2025 (Form 56-1 One Report) as shown in [Attachment No. 2](#). The key information is summarized as follows:

Item	Consolidated Financial Statements			Separate Financial Statements		
	2025	2024	%	2025	2024	%
Total Asset (MTHB)	6,100.49	6,695.24	(8.88%)	5,980.93	6,175.25	(3.15%)
Total Liability (MTHB)	2,418.66	3,040.06	(20.44%)	2,425.92	2,768.44	(12.37%)
Shareholders' Equity (MTHB)	3,681.83	3,655.18	0.73%	3,555.01	3,406.81	4.35%
Total Revenue (MTHB)	2,208.08	3,212.23	(31.26%)	2,110.40	2,575.81	(18.07%)
Total Expense (MTHB)	2,119.75	3,062.77	(30.80%)	1,888.78	2,345.73	(19.48%)
Net Profit (Loss) (MTHB)	12.79	(62.66)	120.42%	135.59	1.86	7,205.39%
Earnings per Share (THB)	0.02	(0.09)	122.22%	0.18	0.00	7,205.39%

Audit Committee's Opinion:

The Audit Committee has considered and reviewed the Company's financial statements for the year 2025, which have been audited by the auditor of AMT Associates. The Audit Committee deems it appropriate to propose that the Board of Directors submit such financial statements to the Annual General Meeting of Shareholders for consideration and approval.

Board of Directors' Opinion:

The financial statements present fairly, in all material respects, the financial position and operating results of DEMCO Public Company Limited and its subsidiaries in accordance with the applicable financial reporting standards, and adequate, appropriate and timely disclosures have been made. The Board therefore deems it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2025, which have been audited and certified by the auditor.

The Resolution:

This agenda item shall be approved by a majority vote of the shareholders and proxies who are entitled to vote and present at the Meeting.

Agenda Item 4: To consider and approve the omission of dividend payment for the year ended December 31, 2025

Facts and Reasons:

1. The Company's dividend payment policy provides that the Company shall pay dividends from its profits at a rate of not less than 40 percent of the annual net profit as shown in the separate financial statements, after deduction of corporate income tax and other reserves as required by law and the Company in each year.
2. Articles 32 and 33 of the Company's Articles of Association (details as shown in **Attachment No. 6**) provide that the Board of Directors shall arrange at least one shareholders' meeting per year in order to consider the allocation of profits and dividend payment.
3. Section 115 of the Public Limited Companies Act B.E. 2535 (1992) stipulates that dividends shall not be paid from any funds other than profits. In the event that the Company has accumulated losses, the Company is prohibited from paying dividends.
4. Section 116 of the Public Limited Companies Act B.E. 2535 (1992) stipulates that the Company shall allocate a portion of its annual net profit as a legal reserve of not less than 5 percent of the annual net profit, after deduction of accumulated losses brought forward (if any), until such legal reserve reaches not less than 10 percent of the registered capital.
5. Based on the Company's audited separate financial statements for the accounting period ended December 31, 2025, the Company reported a net profit of Baht 1.86 million, accumulated losses of Baht 572.40 million, and legal reserve of Baht 82.27 million.
6. The comparative information on the dividend payment rate over the past three years is as follows:

Item	Separate Financial Statements			
	2025	2024	2023	2022
1. Net profit (MTHB)	135.59	1.86	(659.14)	(75.07)
2. Share (M UNIT)	750.98	750.98	730.34	730.34
3. Dividend per share (THB/share)	Omitted	Omitted	Omitted	Omitted
4. Total paid dividend (MTHB)	0.00	0.00	0.00	0.00
5. Earning per share (%)	N/A	N/A	N/A	N/A

Board of Directors' Opinion:

The Board of Directors' Meeting No. 1/2026 held on February 27, 2026 resolved to propose the omission of dividend payment for the operating results for the year 2025 (for the period from January 1, 2025 to December 31, 2025), since the Company still has accumulated losses and therefore is unable to pay dividends in accordance with the applicable laws. The Board therefore deems it appropriate to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the omission of dividend payment for the operating results for the year 2025.

The Resolution:

This agenda item shall be approved by a majority vote of the shareholders and proxies who are entitled to vote and present at the Meeting.

Agenda Item 5: To consider and elect the Directors to replace those retiring by rotation

Facts and Reasons:

Pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 19 of the Company's Articles of Association (details of the Articles of Association are provided in **Attachment No. 6**), it is stipulated that at every Annual General Meeting of Shareholders, at least one-third (1/3) of the Directors shall retire from office. If the number of Directors cannot be divided into three equal parts, the number of Directors nearest to one-third (1/3) shall retire. During the first two years after registration of the Company, the Directors who shall retire shall be determined by drawing lots. In subsequent years, the Directors who have held office for the longest period shall retire. The Directors retiring by rotation may be re-elected.

At the 2026 Annual General Meeting of Shareholders, four (4) Directors are due to retire by rotation, namely:

- | | |
|----------------------------|---|
| 1. DR. NARONG JENNARONGSAK | Director (Non-Executive Director) |
| 2. DR. BUNDIT AOWSATHAPORN | Director (Independent Director) / Audit Committee |
| 3. MR. ORAND PUIPUNTHAVONG | Director (Non-Executive Director) |
| 4. MR. NATHAPONG KOROM | Director (Executive Director) |

Nomination and Remuneration Committee's Opinion:

1. The Board of Directors has established procedures and processes for the nomination of qualified persons to serve as Directors as follows:
 - 1) The Company provided shareholders with the opportunity to propose qualified persons for consideration and selection as Directors at the 2026 Annual General Meeting of Shareholders from October 1, 2025 to December 30, 2025. Upon expiration of such period, no shareholder proposed any person for consideration as a Director.
 - 2) The Nomination and Remuneration Committee acknowledged the names of the Directors retiring by rotation and considered the nomination of external candidates, including candidates proposed by the Board of Directors and shareholders, for selection as Directors.
 - 3) The Nomination and Remuneration Committee considered and selected qualified persons from the list of proposed candidates. Any person to be appointed as a Director must possess the required qualifications and must not have any prohibited characteristics as prescribed by law.
 - 4) The Nomination and Remuneration Committee selected and proposed qualified persons to replace the Directors retiring by rotation to the Board of Directors for consideration as to their suitability for the Company's business operations, prior to proposing such nominees to the 2026 Annual General Meeting of Shareholders.
 - 5) The Nomination and Remuneration Committee considered the qualifications of Directors in accordance with the relevant laws and regulations, including:
 - 5.1 Section 68 of the Public Limited Companies Act B.E. 2535 (1992) regarding qualifications of Directors;
 - 5.2 Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 Re: Application for and Approval of the Offering of Newly Issued Shares, Clause 17 regarding the qualifications of Independent Directors and/or Audit Committee members; and

5.3 Notification of the Securities and Exchange Commission No. KorJor. 3/2560 Re: Determination of the Untrustworthy Characteristics of Directors and Executives of Listed Companies.

- At the Nomination and Remuneration Committee Meeting No. 1/2026 held on February 12, 2026, the Committee acknowledged the names of the Directors who will retire by rotation at the 2026 Annual General Meeting of Shareholders. The Committee members who had no conflict of interest jointly considered the nomination of Directors to replace those retiring by rotation in accordance with the above procedures and resolved that the nominated persons have been duly considered in accordance with the Company's established process, possess qualifications in compliance with the relevant regulations, and are suitable for the Company's business operations.

Accordingly, the Nomination and Remuneration Committee (excluding Directors with vested interests) resolved to propose such nominees to the Board of Directors Meeting No. 1/2026 held on February 27, 2026 for consideration and to further propose to the 2026 Annual General Meeting of Shareholders for approval of the re-election of all four (4) Directors retiring by rotation to serve another term.

Name of Proposed Candidate	Type of Directorship Proposed
1. DR. NARONG JENNARONGSAK	Director, Member of Corporate Governance and Sustainability Committee, Member of Corporate Risk Management Committee
2. DR. BUNDIT AOWSATHAPORN	Independent Director, Member of Audit Committee, Member of Corporate Governance and Sustainability Committee, Member of Nomination and Remuneration Consideration Committee
3. MR. ORAND PUIPUNTHAVONG	Non-Executive Director, Member of Investment Committee, Member of Nomination and Remuneration Consideration Committee
4. MR. NATHAPONG KOROM	Executive Director, Member of Corporate Governance and Sustainability Committee, Member of Corporate Risk Management Committee, Member of Investment Committee, Member of Executive Committee, Chief Executive Officer: CEO, Acting Chief Business Officer: CBO

Board of Directors' Opinion:

The Board of Directors, excluding the Directors having vested interests in this matter, has carefully and prudently considered the nominations and concurred with the opinion of the Nomination and Remuneration Committee that the four (4) Directors possess all required qualifications, are suitable for the position, and have experience and expertise beneficial to the Company's business operations. They have sufficient time to perform their duties and responsibilities.

In addition, such Directors fully possess the qualifications of Independent Directors as prescribed by the applicable laws, relevant regulatory requirements, the Company's Articles of Association, and the Board of Directors' Charter, as well as the definition of Independent Director as determined by the Company, and are able

to perform their duties independently.

The Board therefore deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the re-election of the four (4) Directors retiring by rotation to serve another term as follows:

- | | |
|----------------------------|---|
| 1. DR. NARONG JENNARONGSAK | Director (Non-Executive Director) |
| 2. DR. BUNDIT AOWSATHAPORN | Director (Independent Director) / Audit Committee |
| 3. MR. ORAND PUIPUNTHAVONG | Director (Non-Executive Director) |
| 4. MR. NATHAPONG KOROM | Director (Executive Director) |

The profiles of all four (4) nominated Directors are provided in [Attachment No. 3](#).

In this regard, the Company has prescribed qualifications for Independent Directors which are more stringent than the minimum requirements of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand regarding shareholding criteria. The Company's Independent Directors must not hold more than 0.5 percent of the total voting shares of the Company, its subsidiaries, and its associates, including shares held by related persons of such Independent Directors.

The Resolution:

This agenda item shall be approved by a majority vote of the shareholders and proxies who are entitled to vote and present at the Meeting. The shareholders shall vote for the election of Directors on an individual basis.

Agenda Item 6: To consider and approve the determination of the Directors' remuneration for the year 2026

Facts and Reasons:

1. Pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 (1992), the payment of Directors' remuneration shall be in accordance with the resolution of the Shareholders' Meeting passed by votes of not less than two-thirds (2/3) of the total votes of shareholders attending the meeting. In addition, Article 29 of the Company's Articles of Association provides that Directors are entitled to receive remuneration from the Company in the form of Directors' bonus, meeting allowance, gratuity, bonus, or other benefits as stipulated in the Articles of Association or as approved by the Shareholders' Meeting.
2. The determination of appropriate Directors' remuneration is one of the good corporate governance practices in order to protect shareholders' interests. It also serves as an incentive to attract and retain qualified Directors to perform duties for the DEMCO Group. The Board of Directors has therefore established a remuneration policy and criteria which are appropriate and commensurate with the Directors' duties and responsibilities, taking into consideration both the structure and amount of Directors' remuneration, as well as benchmarking against companies in the same industry and companies with comparable revenues.
3. In determining Directors' remuneration, the following factors were taken into consideration:
 - 1.) The Board of Directors has established policies, criteria, components, and remuneration levels that are fair and appropriate, based on Directors' fiduciary duties and consistent with their assigned accountability and responsibilities. Such remuneration is also benchmarked against companies in the same industry and of similar size.

- 2.) The determination of Directors' remuneration also takes into account the adequacy and attractiveness in recruiting and retaining qualified Directors with knowledge and capabilities, enabling them to perform their duties with dedication and commitment in creating value for the Company. The Nomination and Remuneration Committee will review the Directors' remuneration on an annual basis and propose its recommendation to the Board of Directors for consideration and approval, and to be included as an agenda item for the Annual General Meeting of Shareholders for approval each year.

Nomination and Remuneration Committee's Opinion:

1. The policy and criteria for determining Directors' remuneration of the Company, as approved by the Board of Directors, are as follows:

1. Remuneration stipulation Policy

- 1.1 The Directors' remuneration shall be aligned with the DEMCO Group's strategies, business objectives, and operating results, both in the short-term and long-term.
- 1.2 The Directors' remuneration shall be appropriate to their duties and responsibilities, as well as commensurate with their knowledge and experience, which contribute to maximizing value and benefits for the Company and its shareholders.
- 1.3 The Directors' remuneration, both monetary and non-monetary, shall be capable of attracting and retaining qualified Directors to effectively perform their duties with DEMCO in the long term.
- 1.4 The structure and amount of Directors' remuneration shall be appropriate in light of economic conditions and financial performance, and benchmarked against companies in the same industry and companies with comparable revenue listed on the Stock Exchange of Thailand.
- 1.5 The Directors' remuneration shall be transparently disclosed in all forms, both at the Shareholders' Meeting and in other public disclosures of the Company.

2. Criteria for remuneration consideration

- 2.1 The shareholders shall approve the structure and rates of Directors' remuneration, both monetary and non-monetary.
- 2.2 Each component of remuneration shall be appropriately considered, including:
 - Fixed remuneration (e.g., Retaining Fees and Attendance Fees);
 - Performance-based remuneration (e.g., bonus or gratuity), which should be linked to the value created for shareholders, but shall not be excessive to the extent that it encourages short-term performance orientation; and
 - Other benefits (e.g., annual health check-ups and medical treatment expenses, Directors' and Officers' liability insurance (D&O Insurance), group life insurance, etc.).
- 2.3 As Executive Directors receive remuneration in their capacity as executives, they shall receive Directors' remuneration only in the form of Retaining Fees, Attendance Fees, and Directors' bonus in their capacity as members of the Board of Directors.

3. Components and Rates of Directors' Remuneration for the Year 2026

3.1 Retaining Fees

Each Director (Independent Director, Non-Executive Director, and Executive Director) shall receive only one Retaining Fee corresponding to a single position.

3.2 Attendance Fees (per meeting)

Independent Directors and Non-Executive Directors shall receive Attendance Fees for each Board of Directors' meeting and Board Committee meeting attended, including joint meetings. Executive Directors shall receive Attendance Fees only for attending meetings of the Board of Directors.

3.3 Directors' Bonus

Directors shall be entitled to receive a bonus subject to the resolution of the Annual General Meeting of Shareholders in accordance with the approved criteria.

(Executive Directors, as they already receive remuneration in their capacity as executives, shall receive Directors' remuneration only in the form of Retaining Fees, Attendance Fees, and Directors' bonus in their capacity as Directors.)

2. At the Nomination and Remuneration Committee Meeting No. 1/2026 held on February 12, 2026, the Committee resolved to propose the structure and Directors' remuneration for the year 2026 under the above remuneration policy and criteria as follows:

- (1) **Retaining Fees and Attendance Fees for Directors and Board Committees in the aggregate amount of not exceeding Baht 8,100,000, with details of payment as follows:**

Board of Directors / Committee	Position	Regular remuneration month/person	Meeting allowance time/person
Board of Director	Chairman	50,000	25,000
	Director	30,000	20,000
Audit Committee	Chairman	-	20,000
	Director	-	18,000
Nomination & Remuneration Consideration Committee	Chairman	-	15,000*
	Director	-	12,000 *
Corporate Governance and Sustainability Committee	Chairman	-	15,000*
	Director	-	12,000 *
Corporate Risks Management Committee	Chairman	-	15,000*
	Director	-	12,000 *
Investment Committee	Chairman	-	15,000*
	Director	-	12,000 *
Executive Committee	Chairman	-	15,000*
	Director	-	12,000 *

Note * Remuneration and Meeting allowance for those who are not executives

- o In the event that the Board of Directors establishes additional Board Committees or

restructures any existing Board Committees, the Board shall ensure that the total Directors' remuneration remains within the approved aggregate limit of not exceeding Baht 8,100,000 as approved by the Shareholders' Meeting.

(2) Other Benefits in accordance with the Company's regulations

- Annual health check-up and medical expenses in the amount of Baht 50,000 per person per year;
- Group life insurance and Directors' and Officers' liability insurance (D&O Insurance);
- Expenses for membership and participation in training programs and seminars organized by the Thai Institute of Directors (IOD) and other relevant institutions.

(3) Directors' Bonus for the operating results for the year 2026

The annual bonus pool for the Board of Directors shall be determined with reference to the Company's operating results*, whereby the Board shall conduct both individual and collective performance evaluations on an annual basis as follows:

- Chairman of the Board: not exceeding Baht 500,000 per year;
- Chairman of each Board Committee: not exceeding Baht 400,000 per person per year;
- Director: not exceeding Baht 300,000 per person per year.

(* "Reference to the Company's operating results" means not exceeding 1.0 percent of the total comprehensive income for the year as shown in the separate financial statements.)

The Directors' bonus shall be considered for payment only when dividend payment is declared.

Comparison of the rates of Retaining Fees and Attendance Fees for Directors and Board Committees for the years 2024, 2025, and 2026 (Proposed)

Board of Directors / Committee	Position	Baht					
		Regular remuneration month/person			Meeting allowance time/person		
		2026 (Proposed)	2025	2024	2026 (Proposed)	2025	2024
Board of Director	Chairman	50,000	50,000	50,000	25,000	25,000	25,000
	Member	30,000	30,000	30,000	20,000	20,000	20,000
Audit Committee	Chairman	-			20,000	20,000	20,000
	Member	-			18,000	18,000	18,000
Nomination & Remuneration Consideration Committee	Chairman	-			15,000	15,000	15,000
	Member	-			12,000	12,000	12,000
Corporate Governance and Sustainability Committee	Chairman	-			15,000	15,000	15,000
	Member	-			12,000*	12,000*	12,000*
Corporate Risks	Chairman	-			15,000	15,000	15,000

Board of Directors / Committee	Position	Regular remuneration month / person			Meeting allowance time/person		
		2026 (Proposed)	2025	2024	2026 (Proposed)	2025	2024
Management Committee	Member	-			12,000*	12,000*	12,000*
Investment Committee	Chairman	-			15,000	15,000	15,000
	Member	-			12,000*	12,000*	12,000*
Executive Committee	Chairman	-			15,000	15,000	-
	Member	-			12,000*	12,000*	-

Note * Remuneration for those who are not executives

In this regard, in 2025, the Company paid retaining fees and meeting attendance fees for the Directors and Board Committees totaling Baht 7.491 million, which was lower than the amount approved by the shareholders' meeting.

Comparison of Other Benefits in accordance with the Company's regulations for the years 2024-2025 and 2026 (Proposed)

Item	Year 2026 (Proposed)	Year 2025	Year 2024
Annual health check-up fee	50,000 baht per year	50,000 baht per year	50,000 baht per year
Group life insurance	Acc.to the set coverage program	Acc.to the set coverage program	Acc.to the set coverage program
D & O Liability Insurance	MTHB 700 Sum insured	MTHB 700 Sum insured	MTHB 700 Sum insured
Membership fee seminars for various courses of IOD and other institutions related.	As per actual expense	As per actual expense	As per actual expense

Comparison of Directors' Bonus for the operating results for the years 2024, 2025, and 2026 (Proposed)

Operational year 2026 (Proposed)	Operational year 2025	Operational year 2024
<p>The annual bonus pool for the Board of Directors shall be determined with reference to the Company's operating results*, whereby the Board of Directors shall conduct both individual and collective performance evaluations to assess performance in each year.</p> <p>Directors' Bonus:</p> <ul style="list-style-type: none"> Chairman of the Board: not exceeding Baht 500,000 per year; Chairman of each Board Committee: not exceeding Baht 	No payout of Directors' gratuity	No payout of Directors' gratuity

Operational year 2026 (<u>Proposed</u>)	Operational year 2025	Operational year 2024
<p>400,000 per person per year;</p> <ul style="list-style-type: none"> • Director: not exceeding Baht 300,000 per person per year. <p>(* “Reference to the Company’s operating results” means not exceeding 1.0 percent of the total comprehensive income for the year as shown in the separate financial statements.)</p> <p>The Directors’ bonus shall be considered for payment only when dividend payment is declared.</p>		

Board of Directors’ Opinion:

The Board of Directors has considered and concurred with the proposal of the Nomination and Remuneration Committee and deems it appropriate to propose that the Shareholders’ Meeting approve the following:

- (1) Directors’ remuneration for the year 2026 in the aggregate amount of Baht 8,100,000;
- (2) Other benefits in accordance with the Company’s regulations; and
- (3) The criteria for payment of Directors’ bonus for the operating results for the year 2026 of not exceeding 1.0 percent of the total comprehensive income for the year as shown in the separate financial statements, as proposed.

Such remuneration is considered appropriate and reflective of the duties and responsibilities of the Directors, and has been benchmarked against companies in the same industry and other listed companies of comparable size (details of the remuneration are provided in [Attachment No. 4](#)).

In this regard, the Board of Directors shall be authorized to determine the conditions, details, and rates of payment of Directors’ remuneration and Board Committee remuneration as appropriate, taking into account the scope of authority, duties, and responsibilities of the Board of Directors and each Board Committee.

In this regard, the Board of Directors took part in determining the conditions and rate of remuneration payment for Directors and Sub-Committees to be appropriate with their scope of responsibilities.

The resolution:

This agenda item shall be approved by votes of not less than two-thirds (2/3) of the total votes of shareholders attending the Meeting and casting their votes.

Agenda Item 7: To consider and approve the appointment of the Company’s auditor for the year ended December 31, 2026 and the determination of the audit fee for the year 2026

Facts and Reasons:

1. The Company’s auditor from AMT Associates has completed the audit of the Company’s financial statements for the year 2025.
2. Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992), the Annual General Meeting of Shareholders shall appoint the Company’s auditor and determine the audit fee every year.

The same auditor may be re-appointed.

3. Article 57 of the Company's Articles of Association stipulates that the Annual General Meeting of Shareholders shall appoint the Company's auditor and determine the audit fee. The retiring auditor may be re-appointed.

Audit Committee's Opinion:

1. The Audit Committee has considered the proposed appointment of the Company's auditor for the year 2026 by taking into account credibility, service capability, advisory services, compliance with the applicable financial reporting standards, independence and impartiality, timely issuance of audit reports, qualification as an auditor approved by the Securities and Exchange Commission to audit financial statements of listed companies on the Stock Exchange of Thailand, appropriateness of audit fees, and continuity of audit services.
2. The Audit Committee deems it appropriate to propose to the 2026 Annual General Meeting of Shareholders as follows:
 - 2.1 To consider and approve the appointment of the auditors from AMT Associates as the Company's auditors for the year 2026 as follows:

Name	C.P.A No.	Certify DEMCO's statements
1. Mrs.Natsarak Sarochanunjeen	4563	-
2 Miss Jarunee Nuammae	5596	3
3. Miss Daranee Somkamnerd	5007	-
4. Mr. Siramate Akkharachotkullanun	11821	-

Any one of the above-named auditors shall be authorized to audit and sign the auditor's report on the Company's separate financial statements and consolidated financial statements for the year 2026. The profiles of all four (4) proposed auditors are provided in **Attachment No. 5.**

The auditors of the Company's subsidiaries in Thailand are from the same auditing firm as the Company's auditor.

In the event that any of the above-named auditors is unable to perform his or her duties, AMT Associates shall be authorized to appoint another auditor from the same auditing firm to perform the audit and express an opinion on the Company's financial statements on his or her behalf.

- 2.2 To consider and approve the audit fee for the year 2026 in the amount of Baht 1,600,000, with comparative information of the audit fees for the past two years as follows:

Item	Amount (THB)		
	2026 (Proposed)	2025	2024
Audit of annual financial statements	850,000	850,000	810,000
Review fee for quarterly financial statements (3 quarters)	750,000	750,000	690,000

Total		1,600,000	1,600,000	1,500,000
Increase / (Decrease)	(THB)	-	100,000	100,000
Increase / (Decrease)	(%)	-	6.25	7.14
Other service fee (Non-Audit Fee)		Charge as incurred	270,763	275,825

Notes:

- The above audit fee includes the preparation of the English version of the financial statements but excludes other service fees.
- In addition to the audit fee mentioned above, the Company may incur other service expenses such as transportation expenses, overtime expenses, accommodation expenses, per diem allowances, postage expenses, photocopying expenses, additional financial statement preparation fees, and other related expenses, which will be charged on an actual cost basis by the auditing firm.

Board of Directors' Opinion:

The Board of Directors has considered and concurred with the proposal of the Audit Committee and deems it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the matter.

1. To appoint the auditors from AMT Associates as the auditors of the Company and its subsidiaries, as AMT Associates is a reputable and well-recognized auditing firm with expertise and extensive experience in auditing numerous listed companies across various industries. In addition, AMT Associates has proposed audit fees which have been considered by the Audit Committee and the Board of Directors and compared with those of other auditing firms as well as the audit fees of the previous year, and are deemed appropriate.

The names of the auditors from A.M.T. Associates, as reviewed and approved by the Audit Committee, are as follows:

Name	CPA No.
1. Mrs. Natsarak Sarochanunjeen	4563 or
2. Miss Jarunee Nuammae	5596 or
3. Miss Daranee Somkamnerd	5007 or
4. Mr. Siramate Akkharachotkullanun	11821

Any one of the proposed auditors shall be authorized to audit and sign the auditor's report on the Company's separate financial statements and consolidated financial statements for the year 2026.

The proposed auditors have no relationship or conflict of interest with the Company, its subsidiaries, its associates, its management, its major shareholders, or any related persons thereof, and therefore are independent in performing their duties.

2. To determine the audit fee of the Company for the year 2026 in the amount of Baht 1,600,000, plus other expenses to be incurred on an actual cost basis.

The Resolution:

This agenda item shall be approved by a majority vote of the shareholders and proxies present at the Meeting and entitled to vote.

Agenda Item 8: To consider other matters (if any)

The Company provided shareholders with an opportunity to propose agenda items for inclusion in the 2026 Annual General Meeting of Shareholders from October 1, 2025 to December 30, 2025. Upon expiration of such period, no shareholder proposed any agenda item.

The Board of Directors has determined the Record Date for shareholders entitled to attend the 2026 Annual General Meeting of Shareholders as March 18, 2026.

The electronic meeting will commence at 2.00 p.m. and the system will be available for shareholders to log in from 12.00 p.m. onwards. In this regard:

1. If any shareholder wishes to attend the Meeting, the shareholder or proxy is required to submit the Registration Form for attending the Meeting via electronic means (details as shown in **Attachment No. 10**) together with identity verification documents, as specified in this Notice of Meeting, to the Company no later than April 23, 2026 via the following channels:
 - E-mail: Corp_secretary@demco.co.th
 - Post: Company Secretary, DEMCO Public Company Limited
59 Moo 1, SuanPrik Thai Subdistrict, Mueang Pathum Thani District, Pathum Thani Province
12000

After the Company has verified the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders as of the Record Date of March 18, 2026, OJ International Company Limited, the service provider of the electronic meeting system (E-AGM), will send the Username and Password to shareholders via the e-mail address provided to the Company in order to access the electronic meeting system for the 2026 Annual General Meeting of Shareholders.

2. If any shareholder is unable to attend the Meeting in person, the shareholder may appoint another person or an Independent Director proposed by the Company as proxy as shown in **Attachment No. 7** to attend and vote on his/her behalf by completing and signing the Proxy Form B (which specifies the details of the proxy appointment) (**Attachment No. 10**), or Proxy Form A (general form), or Proxy Form C (for foreign investors who appoint a custodian in Thailand to hold and manage shares). Shareholders may download such proxy forms from the Company's website at www.demco.co.th. Shareholders are required to select only one proxy form.

The proxy form must be submitted together with supporting documents as specified in the Notice of Meeting. Shareholders may also review the Company's Articles of Association relating to the

Shareholders' Meeting as shown in [Attachment No. 6](#). The Company kindly requests that shareholders submit the proxy form to the Company no later than April 23, 2026 at the following address:
Company Secretary, Office of the Chief Executive Officer
DEMCO Public Company Limited
59 Moo 1, Suan Prik Thai Subdistrict, Mueang Pathum Thani District, Pathum Thani Province 12000

The Company has published this Notice of the 2026 Annual General Meeting of Shareholders together with supporting documents and proxy forms on the Company's website at www.demco.co.th under the section "Investor Relations". If shareholders require further information regarding the Annual General Meeting of Shareholders, please contact Ms. Sarinya Chimwai at Tel. 0-2959-5811 ext. 1269.

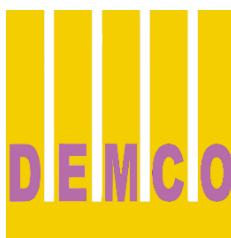
If shareholders have any questions regarding the agenda items to be considered at the Meeting, shareholders may submit questions in advance via e-mail at Corp_secretary@demco.co.th in order to maximize the benefits of the Meeting and to fully protect shareholders' rights.

Therefore, please be informed accordingly and kindly be invited to attend the 2026 Annual General Meeting of Shareholders via electronic means on the date and time as specified above. Your cooperation will be highly appreciated.



(Mr. Numchai Lowatanatrakul)
Chairman of the Board

Miss Sarinya Chimwai
Office of Chief Executive Officer
Tel: 02- 959-5811 Ext. 1269
Email : sarinya_chi@demco.co.th



Minutes of Meeting
2025 Annual General Meeting of Shareholders
DEMCO Public Company Limited
Tuesday of April 29, 2025
Via Electronics Meeting (E-AGM)

Live broadcasting from the Head Office conference room, DEMCO Public Company Limited

Mr. Numchai Lowattanatakul, Chairman of the Board who performed as the Chairman of the meeting provided a speech to open the Annual General Meeting of Shareholders for the year 2025 which be held on Tuesday of April 29, 2025 at 02.00 pm.

The Chairman informed that there were 39 shareholders attending the meeting in persons and proxies, holding a total of 463,981,241 shares, representing 61.7835 percent of the total number of shares sold, 750,978,655 shares, constituting a quorum in accordance with Article 36 of the Company's regulations which exceeds one - third of the total issued sold shares.

The Annual General Meeting of Shareholders for the year 2025 was organized through electronic meeting(E-AGM) in accordance with the Emergency Decree on Electronic Media Conference 2020 using the system of OJ International Company Limited which is a system in line with the announcement of the Ministry of Digital for Economy and Society on Security Standards of the Electronic Conference 2020.

And then Miss. Wonruedee Suvapan, the Company's Secretary, was invited to introduce the Board of Directors, Sub – Committees and Executives Committee of the Company attending the meeting as follows;

- | | |
|----------------------------------|--|
| 1. Mr. Numchai Lowattanatakul | Independent Director and Chairman of the Board. |
| 2. Mr. Prin Bholnivas | Independent Director, Chairman of Audit Committee, Member of Investment Committee, and Member of Nomination and Remuneration Consideration Committee. |
| 3. Mr. Amnuaychai Suwansoonthorn | Independent Director, Chairman of Nomination and Remuneration Consideration Committee and Member of Corporate Governance and Sustainability Committee. |
| 4. Mr. Phongsak Siricupta | Executive Director, Member of Corporate Governance and Sustainability Committee, Member of Corporate Risks Management Committee, Member of Investment Committee, Member of Executive Committee, and Chief Executive Officer and Managing Director. |
| 5. Mr. Sompong Preeprem | Non-Executive Director, Chairman of Investment Committee and Chairman of Executive Committee. |
| 6. Mr. Manoon Manusook | Independent Director, Chairman of Corporate Governance and Sustainability Committee and |

- | | |
|---------------------------------|---|
| 7. Dr. Bundit Aowsathaporn | Member of Audit Committee.
Independent Director, Member of Audit Committee, Member of Corporate Governance and Sustainability Committee and Member of Nomination and Remuneration Consideration Committee. |
| 8. Mr. Sompong Pongsakulrungsri | Independent Director, Member of Investment Committee and Member of Corporate Risks Management Committee. |
| 9. Mr. Orand Puipunthavong | Non-Executive Director, Member of Investment Committee and Member of Nomination and Remuneration Consideration Committee. |
| 10. Dr. Narong Jennarongsak | Non - Executive Director, Member of Corporate Governance and Sustainability Committee , Member of Corporate Risks Management Committee. |
| 11. Mr. Nuttpasint Chet-udomlap | Non - Executive Director, Chairman of Corporate Risks Management Committee, Member of Investment Committee and Member of Nomination and Remuneration Consideration Committee. |

Hence, the proportion of Directors attending the meeting in this time representing 100 % of all.

And before considering each agenda according to the invitation letter which had already been delivered to the shareholders, the Company's Secretary introduced the Executives and Auditors which consisted of.

- | | |
|----------------------------------|--|
| Mr. Paitoon Gumchai | The Company's Advisor. |
| Mr. Naris Srinual | The Company's Advisor. |
| Dr. Prasitchai Veerayuttwilai | Member of Executive Committee, Chief Business Innovation Engineering and Operating Officer |
| Miss Ratchaneevipa Puipunthavong | Member of Executive Committee, Chief Business Development Officer |
| Mr. Chokchawan Yongthavortrakul | Assistant Managing Director of Accounting and Finance (CFO) |
| Mr. Suchart Kokhunakorn | Deputy Managing Director of Engineering Group. |
| Mr. Surapoon Orn-ura | The Legal Advisor. |
| Miss Wonruedee Suvapan | Deputy Managing Director of Audit office and The Company Secretary. |
| Miss Jarunee Nuammae | Auditor, A.M.T. Associate Co., Ltd. |
| Mrs. Suratsawadee Gumthira | Volunteer Rights Shareholder, Representative from the Thai Investor Promotion Association |

All of Executive attended the meeting at the general conference hall of DEMCO Public Company Limited Head Office.

This meeting will only be held in electronic media format, and all attendees must attend the meeting and submit votes via electronic media only. Therefore, the Company did not appoint a representative to witness the vote counting process.

After that, the Chairman assigned the Company Secretary to clarify details about the meeting and how to vote on the various agendas. The details are as follows;

The Board of Directors Meeting of DEMCO Public Company Limited No. 1/2025 held on February 27, 2025 resolved to convene the 2025 Annual General Meeting of Shareholders on Tuesday 29 April 2025 at 2:00 p.m. at the meeting hall of DEMCO Public Company Limited, No. 59, Moo 1, Suanphrikthai, Muangpathumthani, Pathumthani Province by organizing the meeting via electronic meeting (E - AGM) in accordance with the Emergency Decree on Electronic Media Conference 2020 including the Company related regulation to consider the various meeting agendas according to the invitation letter for the 2025 Annual General Meeting of Shareholders which has been delivered to the shareholders and be appeared on the Company's website.

The Annual General Meeting of Shareholders for the year 2025 was organized through electronic meeting(E-AGM) in accordance with the Emergency Decree on Electronic Media Conference 2020 using the system of OJ International Company Limited which is a system in line with the announcement of the Ministry of Digital for Economy and Society on Security Standards of the Electronic Conference 2020.

The Record Date for the shareholders who had the right for attending and votes was set in March 18, 2025.

In this general meeting of shareholders, The Company has operated in accordance with the principles of good corporate governance. During the period of October 1, 2024 - December 30, 2024, the Company provided an opportunity for each shareholder to nominate persons to be considered as Directors, to propose any agendas or to send any questions about the Company in advance prior the general meeting of shareholders' date. After the expiration of the said period, no shareholder nominated any person for the Company to be considered for selection as a director and there was no suggestion for any more agenda, including any questions in advance .

Voting Practices for score counting of each vote in various agendas are as follows;

1. The meeting was an electronic meeting, therefore, no ballot papers were printed for the meeting attendees.
2. In the case of voting at the meeting room, each shareholder will obtain vote scores equal to the number of shares he / she was holding, by counting one share per one vote.
3. In the case of proxy
 - In the case where a shareholder grants a proxy, for Form B and Form C, which clearly states the intention to vote in advance in the proxy form, the Company has already recorded such voting. The proxy holder does not need to vote again during the meeting.
 - In the case where a shareholder grants a proxy without specifying the intention to vote in the proxy form or does not specify clearly, the proxy holder has the right to consider and vote on his/her behalf as he/she sees suitably.
4. In voting, each shareholder was invited to go to the "E - Voting window" to vote for each agenda within the specified time (1 minute). After selecting the vote, the system will pop-up asking for confirmation of the vote, if yes, press OK to continue the vote.
5. Attendees' voting could be either - "Agree", " Disagree " or " Abstain " but for the agenda just for to be acknowledged, attendees did not have to perform voting. Shareholders who did not vote in the electronic voting program or did not press any vote into the system, it will be deemed they had agreed with those proposed by the meeting conductor.
6. If the attendees wanted to change the voting, it could be done by re - clicking on the voting option. But if

the agenda has been closed for voting, Shareholders would not be able to vote or to change the vote.

7. After finishing voting, the E - meeting window (Zoom program) would come back to continue for viewing the video and listening the audio of the meeting as usual.
8. The system would sum the collected scores by counting the total votes from those who voted through E – Voting and those who voted in advance through the proxy’s authorized document.
9. The base scores and the number of attended shareholders and proxies in each agenda might not be the same due to the gradual in and out access to the shareholders' meeting system. As a result, the number of attendees on each agenda was not possible be the same.
10. In the case of voting in agenda 5, considering and approval of the appointment of Directors to replace those who have to retire by rotation, the voting method was set as follows:
 - The Company would propose to consider electing individual Directors. The Company will announce the name of each nominated Director. All attendees were kindly invited to vote to agree, disagree, or abstain.
11. To finalize the voting result of each agenda, the votes from those who voted disagree and / or abstain would be deducted from the total scores of the meeting so the remaining votes would be considered as the votes for agree which the votes that the grantor has already voted in the proxy form have already been included because they were recorded in advance when registering to attend the meeting.

When shareholders require to ask questions by text typing, they could perform as follows:

1. Go to the Chat menu in the Zoom program to type a message.
2. Press the Enter button to send the message to the system.

When shareholders require to ask questions by conversation, they could perform as follows:

1. Go to the Participant menu at the bottom and press the Raise Hand button.
2. When the host announces the name of the shareholder being in queue, a Company staff would switch on microphone system for the shareholder to make inquiries. He / She needs to press “Unmute” button and turn on the microphone device. In case the shareholder is unable to speak through the microphone (within 1 minute approx.), it is required to type the question via Chat (DEMCO Q & A) instead so that moderator can read the question to the meeting on your behalf.

In asking a question each time through text typing or through microphone, that attendee has to inform the name-surname and specify whether himself/herself a shareholder or a proxy before starting to ask questions every time. This is for the purpose of recording the meeting accurately and completely.

The Company allows the meeting attendees to submit questions for each agenda. If attendees do not inquire within 1 minute, the Company will continue the meeting for another agenda. If shareholders have additional questions, they can type them into the chat channel (DEMCO Q & A) and a Company staff would read the questions later.

In case a shareholder has questions or opinions other than the agenda being considered, they should be brought to discuss “the other matters” agenda at the end of the meeting. Asking the shareholders to comment or inquire in brief and please avoid asking or expressing opinions with platitudes and allow other shareholders to exercise their rights as well. Therefore, asking the shareholders to cooperate to make the

meeting go well and to manage the meeting in the allotted time.

The Company reserves the right to take any reasonable practice to make the meeting concise and efficient.

The regulations and procedures as stated would make this meeting fast, transparent, and accurate in accordance with Company regulations and requirements.

To promote good governance, the Company also arranges for video recording of the meeting atmosphere. This is for the meeting display which shareholders can watch after the shareholders' meeting finish through the Company's website.

The Company has announced “Personal Data Protection (Privacy Notice)” for the 2025 E-AGM meeting to ensure the shareholders that the Company recognizes the importance of protecting personal information, with the standard as Personal Data Protection Act 2019 and the policies set by the Company which have been disclosed on the Company website.

After the Company secretary had finished explaining the voting method, therefore; the questioners were invited to ask any questions about the voting method but there was no questioner. After that, the Company Secretary invited the Chairman to conduct the meeting in accordance with the meeting agendas which had been sent to the shareholders under the sequence as be set before.

Agenda 1 To consider and approve the Minutes of the 2024 Annual General Meeting of Shareholders held on April 29, 2024.

The Chairman invited The Company Secretary conducted the meeting according to agenda 1 as follows;

Rational:

The report for the 2024 Annual General Meeting of Shareholders held on April 29, 2024 has been submitted within 14 days to SET and MOC and already propagated to the Company website which the details as per the [attachment 1](#).

The Company Secretary invited shareholders to inquire about or express opinions on this agenda. When no one asked any questions, therefore; the meeting agreed to pass a resolution to certify the minutes of the 2024 Annual General Meeting of Shareholders.

The Resolution:

The resolution for this Agenda requires the majority votes of the shareholders and the proxies attending the meeting and casting their votes.

The resolution was passed by unanimous votes as follows:

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Vote	Equivalent to %	0.0000
Abstained	0	Vote	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During this Agenda, there was one additional shareholder attending the meeting.

Agenda 2. Acknowledgment DEMCO's Operating Results for the year 2024.

The Chairman assigned Mr. Phongsak Siricupta, Chief Executive Officer and Managing Director, presented the information comprising of the Company's performance summary and major changes of the

Company in the accounting period ending December 31, 2024 as follows,

Analysis and explanation of the management

Performance: Consolidated Financial Statements					
Unit: MTHB					
Description	Year 2024	Year 2023	Increase / Decrease (-)	%	Year 2022
Sales Revenue	851	355	496	139.7	239
Service Income	2,124	1,800	324	18.0	1,861
Other Income	237	145	92	63.4	37
Total Income	3,212	2,301	911	39.6	2,137
Gross Profit	223	165	58	35.1	98
Net Profit (Loss)	(63)	(550)	487	88.5	(128)

- Revenue from sales and services** increased from 355 million baht to 851 million baht in 2024, resulting from increased revenue recognition from sales of steel tower and steel structure in line with large-scale projects awarded, which increased revenue recognition from sales by approximately 385 million baht.
- Revenue from constructional services** increased from 1,800 million baht to 2,124 million baht in 2024, resulting from electrical engineering works in both the public and private sector. Public sector work such as 230 kV transmission system project of the Electricity Generating Authority of Thailand, while the Provincial Electricity Authority increased from substation works, underground cable works, and grid connection works which connecting renewable energy generated points to electricity sales points. Private sector works such as the motorways M6 and M81, which had delivered many more areas for working milestones, resulting in increased revenue recognition.
- Other income** increased from 145 million baht in 2023 to 237 million baht in 2024, with most of the increase Recognition of the reversal of impairment loss of concession assets of Demco De Lao Company in Luang Prabang, Lao PDR, amounting to 132 million baht.
- Gross profit** increased from 165 million baht in 2023 to 223 million baht in 2024 (an increase of 35.1%) in line with the recognition of increased constructional services revenue.
- Net loss** decreased from a loss of 550 million baht in 2023 to a loss of 63 million baht in 2024 (an 88.5% decrease in loss).
 - In 2023, the Company recorded impairment of assets under the concession contract of Demco De Lao Company Limited due to the impact of the weak Kip in the amount of 568.73 million baht (in accordance with the financial reporting standards that require an assessment of how much return the company's invested assets would generate at the end of the accounting period compared to the investment).
 - In 2024, there was a positive impact. From the recognition of the reversal of the impairment loss of concession assets of Demco De Lao Co., Ltd., a subsidiary, in the amount of 132 million baht, because in 2024, revenue from tap water sales increased from the original average of approximately

5% to 23%, and from the wage increase rate from the original estimated of 10% came down to 3% only. However, there is still a negative impact from the provision for credit losses according to TFRS9, which is the accounting standard for receivables and current contract assets, in the amount of 1 63 million baht.

Investment business :

Wind farm power plants: 57.9 megawatt (MW) comprising of;

- ⊙ 15% of Aeolus projects, Huay Bong 2 and 3, (180 MW) which are the Company's proportion 27 MW.
- ⊙ 14% of Khao Kho Project (60 MW) which are the Company's proportion 8.4 MW.
- ⊙ 3.9% of WEH's 8 projects (576 MW) which are the Company's proportion 22.5 MW.

In 2024, the Company received dividends from Aeolus Co., Ltd. and Wind Energy Holding Co., Ltd. totaling 122 million baht.

Solar farm power plants: 3.0 megawatt (MW) comprising of;

- ⊙ Solar Rooftop Project 1 MW installed as the solar roof top at DEMCO Power Company Limited.
- ⊙ Solar Farm 3 Project 1.3 MW
- ⊙ Solar Rooftop Project 0.7 MW.

In 2024, the Company received dividends totaling 1.4 million baht.

Solar PPA investment project: 7.3 megawatt (MW) comprising of;

- ⊙ 4 projects which have supplied commercial electricity (COD) in 2021-2024, the capacity of 4.2 MW.
- ⊙ 4 projects have been expected to supply commercial electricity (COD) in Q2/2025 of 1.3 MW.
- ⊙ 4 projects have been expected to supply commercial electricity (COD) in Q3-4/2025 of 1.8 MW.

DEMCO De Lao Co., Ltd. (DDL):

- ⊙ About the investment for the water tap concession business in Luang Prabang, the Company received a concession contract for the production and distribution of tap water in 2015 for a concession period of 30 years. The production and distribution of tap water began in 2017. But due to the COVID-19 situation, Lao PDR closed the country in 2020-2021. Lao PDR allowed DDL to extend the concession period from 30 years to 40 years and expanded the concession area to the Luang Prabang high-speed railway station and nearby areas to compensate this abnormal situation. In 2024, DDL had an average water sales volume of 10,703 cubic meters per day, an increase of approximately 18%, and had total revenue of 53.81 million baht, an increase of 27.55 million baht, of which revenue increased from water sales volume of 26.26 million baht and revenue from supply and installation of Mobile tap water plants that DDL has performed in various provinces in Lao PDR of 32.79 million baht, including DDL recognizing a reversal of losses from asset impairment of 132 million baht.

DEMCO's important development in 2024

Development of Against Corruption

The Company has been certified as an ally of the Thai Private Sector Collective Action against Corruption (CAC) since 2016 continuously up to present. On March 31, 2025, the Company successfully submitted a request for membership renewal for the third time. In 2025, the Company's goal is for all employees to complete 100% anti-corruption training.

Proceeding for Sustainability

- DEMCO was selected to be in the list of Thailand Sustainability Investment (THSI) from the Stock Exchange of Thailand continuing for the third year, in 2024 it was received level BBB.
- Awarded for Disclosure of Sustainability for the Year 2024: Sustainability Disclosure Award from Thaiptat Institute. (Public benefit organization) for the 5th consecutive year.

For Good Corporate Governance

- DEMCO has got the evaluation result of the Corporate Governance Report of Thai Listed Companies (CGR) in the 5-star grade or the excellent Company for the nineth year continuously, reflecting the very high potential of DEMCO.
- Received an evaluation of the quality of organizing the general shareholder meeting from the Thai Investors Association for the year 2024 at the score level of 98 percent.

Environmental Aspect

It has begun to assess the Carbon Footprint for Organization (CFO) for the first year. This was to receive information on the release and absorption of greenhouse gases that occurred from the Company's business activities before leading to the Company's greenhouse gas reduction goals and to request CFO certification from the Greenhouse Gas Management Organization (Public Organization) in May 2024. In 2025, the Company aims to reduce carbon emissions by 3% compared to the base year.

Safety

Received a standard certification for safety, occupational health and working environment management system from the Institute for the Promotion of Safety, Occupational Health, and the Working Environment (Public Organization) at the Silver Level.

For Social

Received a certificate of support for a mobile blood donation unit from Rajavithi Hospital, Thai Red Cross Society, which the Company has invited the mobile blood donation to collect donated blood every 4 months. At present, totaling donation is more than 45 times. In addition, since the Company's business is related to electricity, it is reasonable to help in inspecting and repairing electrical systems for temples and schools in the area near the Company's office.

When Mr. Phongsak Siricupta finished presenting, he opened the opportunity for shareholders to ask questions.

There were questions from Mrs. Surassawadi Khamthian, a proxy and representative from the Thai Investors Association as follows:

- Please provide the Company's operational plan to develop revenue and profit in the next 1-2 years.

Mr. Phongsak Siricupta: For the future business plan, it would be reported to shareholders in agenda 10.

When there were no questions for shareholders. The Company Secretary proposed to the meeting just to acknowledge the report of the year 2024 performance because this agenda did not request for vote.

Meeting's Resolution: The meeting acknowledged the 2024 operating results detailed as proposed.

Agenda 3. To consider and approve the Financial Statements and the Auditor's report for the year ended 31 December 2024.

The Chairman assigned Mr. Paitoon Gumchai, Advisor of the finance to conduct the meeting on this agenda.

Mr. Paitoon Gumchai clarified to the meeting that to comply with Public Company Limited Act, BE.2535 and Article 54 of the Company's Articles of Association, which require the Company to prepare a balance sheet and profit and loss account at the end of the fiscal year which be audited by the Company's Auditors and then propose to the Annual General Meeting of Shareholders to approve.

The Company has submitted the statement of financial position, Statement of Comprehensive, Income Statement of changes in shareholders' equity and cash flow statement for the fiscal year ended December 31, 2024, together with the auditor's report which has been audited by a certified public accountant certified by the Office of the Securities and Exchange Commission ("SEC"), A.M.T. & ASSOCIATES Company Limited. These had been reviewed by the Audit Committee and approved by the Board of Directors as per the details shown in the 2024 Annual report sent to shareholders in the form of QR Code together with the invitation letter and appearing on the Company's website. The auditor's report is an unconditioned opinion. The auditor stated that the consolidated financial statements and separate financial statements above presented the financial position of DEMCO Public Company Limited and its subsidiaries as of December 31, 2024, and the results of operations and cash flows for the year ended on the same date fairly in all respects in accordance with financial reporting standards. Therefore, the concluded information for the shareholders shall be as follows:

Consolidated & Separate Financial Statement of financial position Compare 2024 and 2023

Unit: Million Baht

รายการ	Consolidate Financial Statement				Separate financial statements			
	2024	2023	Increase (Decrease)	%	2024	2023	Increase (Decrease)	%
<u>Statement of Financial Position</u>								
Total Assets	6,695	6,419	276	4.3	6,175	5,977	198	3.3
Current Assets	2,000	1,943	57	2.9	1,556	1,605	-49	-3.1
Non-Current Assets	4,695	4,476	219	4.9	4,620	4,372	248	5.7
Total Liabilities	3,040	2,832	208	7.3	2,768	2,701	67	2.5
Current Liabilities	2,648	2,445	203	8.3	2,415	2,362	53	2.2
Non-Current Liabilities	392	387	5	1.3	353	339	14	4.1
Shareholder Equities	3,655	3,588	67	1.9	3,407	3,276	131	4.0
<u>Statement of Comprehensive Income</u>								

รายการ	Consolidate Financial Statement				Separate financial statements			
	2024	2023	Increase (Decrease)	%	2024	2023	Increase (Decrease)	%
Total Revenues	3,212	2,301	911	39.6	2,576	2,216	360	16.2
Total Expenses	3,294	2,927	367	12.5	2,567	2,879	-312	-10.8
Net Profit (Loss)	-63	-550	487	88.5	2	-659	661	100.3
Earnings Per Share	-0.09	-0.75	0.66	-0.88	0.00	-0.90	0.90	100.0

Because the statement of financial position Comparing 2024 and 2023, the changes in financial position and income expenses presented in both consolidated financial statements and separate financial statements will be in the same trend. Therefore, it was reasonable to consider the report only from the consolidated financial statements.

Statement of Financial Position (Consolidated Financial Statements)

Total Assets

The consolidated financial statements for the year 2024 had total assets of MTHB 6,695, increasing of MTHB 276 from the year 2023, which had total assets of MTHB 6,419, consisting of;

- **Current assets** increased MTHB 57 from 2023 of amount MTHB 1,943 to THB 2,000 in 2024. Due to the increase in projects completion and revenue recognition in 2024, current assets and trade receivables increased, which is in the same direction as the increase in revenue recognition in 2024 compared to the previous year.

- **Non-current assets** in 2024 amounted to MTHB 4,695, an increase of MTHB 219, The main item was reversal of impairment of investment in DDL of 132 million baht, while the remaining items were fair value assessments of the Company's investments in Wind Energy Holding Co., Ltd. and Khao Kho Wind Power Co., Ltd. The fair value assessments of both companies recorded an increase in non-current assets of approximately 72 million baht.

Total Liabilities

The consolidated financial statements for the year 2024 had total liabilities of MTHB 3,040, an increase of MTHB 208 consisting of;

- **Current liabilities** increase of MTHB 203, resulting from an increase in short-term loans from financial institutions and increase in trade creditors This is in line with the increased work volume and revenue recognition, with the increased debt generating income, according to the profit and loss statement.

- **Non-Current Liabilities** an increase of MTHB 5 due to It was caused by the deferred tax liabilities from the assessment of the tax liabilities from the fair value of Wind Energy Holding Co., Ltd. and Khao Kho Wind Power Co., Ltd.

Statement of Comprehensive Income (Consolidated Financial Statements)

Total Income in 2024 amounted to MTHB,3,212, an increase from 2022 in the amount of MTHB 911 due to sales business in the steel towers and steel structures and service business in the increase of the construction

for substations and transmission lines.

Total Expenses in 2024 amounted to MTHB 3,294, an increase of MTHB 367 from the year 2023. Most of the increase was from constructional costs and assessment of doubtful debts loss amounted to 163 million baht.

Net Profit In 2024, there was a net loss of MTHB 63, an decrease of MTHB 487 from the year 2023, impact of impairment of Concession Contract assets.

Earnings Per Share

In 2024, there was a loss acc. to Consolidate financial statement of 0.09 baht/share. But for the Separate financial statement, the profit shown in the financial statements was approximately 2 million baht, which is equivalent to a profit per share of approximately 0.002 baht/share.

After completing the clarification and giving an opportunity for shareholders to ask any questions or comments, there was no the requirement. The Company secretary then proposed to the shareholders to approve Financial Statements and Auditor's Report For the accounting period ended December 31, 2024.

The Resolution:

The resolution for this Agenda requires the majority votes of the shareholders and the proxies attending the meeting and casting their votes.

Resolution: The meeting approved the financial statements and the auditor's report for the accounting period ending 31 December 2023 by majority votes as follows.

Agreed	463,768,941	Votes	Equivalent to %	99.9524
Disagreed	0	Votes	Equivalent to %	0.0000
Abstained	220,800	Votes	Equivalent to %	0.0476
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During this Agenda, there was not additional shareholder attending the meeting.

Agenda 4 To approve the omission dividend payment for the Company's performance of year ended December 31, 2024

The Chairman assigned Mr. Phongsak Siricupta, Chief Executive Officer and Managing Director, to conduct the meeting on this agenda.

Mr. Phongsak Siricupta presented to the meeting to consider the omission of dividend payment for the Company's operating results of the year 2024 as follows:

1. According to the Public Limited Companies Act.B.E.2535 and the company's regulation item 32 and 33 (as per the Attachment 6), they have specified that the Board shall arrange for shareholders' meeting at least once a year for net profit allocation and dividend payment consideration.
2. The Public Limited Companies Act, B.E. 2535, Section 115 states that the payment of dividends from any type of money other than profit cannot be made. In the case that the Company still has accumulated losses, it is prohibited to pay dividends.
3. And according to Section 116 of the Public Limited Companies Act.B.E.2535, the Company must allocate not less than 5 percent of net profit as reserved funds, unless the

reserved fund reaches the amount not less than 10 percent of the registered capital which currently the Company could reach the line.

- Dividend payment policy of the Company stipulates that the Company could pay dividends from profits at a rate of not less than 40 percent of annual net profits according to the separate financial statements, after deducting income tax and various reserves required by law and the Company each year.

As per the separate financial statements for the year ending December 31, 2024, the company incurred a net loss from operations amounting to MTHB 1.86. The unappropriated retained earnings stood at a negative MTHB -572.40, while the legal reserves were recorded at MTHB 82.27.

The Board of Directors' Meeting No. 1/2025, held on February 27, 2025, considered that the Company had loss operating result; therefore resolved to approve the omission of dividend payment from the operating results of the year 2024 for the period 1 January 2024 to 31 December 2024 by proposing to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the omission of dividend payment for the operating results of the year 2024.

Dividend Comparison during year 2021 – 2024

Item	Separate Financial Statements			
	2024 (Proposed)	2023	2022	2021
1. Net profit /(Loss) (MTHB)	1.86	(659.14)	(75.07)	50.92
2. Share (M UNIT)	750.98	730.34	730.34	730.34
3. Dividend per share (THB/share)	Omitted	Omitted	Omitted	0.03
4. Total paid dividend (MTHB)	0.00	0.00	0.00	21.91
5. Earnings per share (%)	N/A	N/A	N/A	43.02

At the end of this agenda, shareholders were invited to inquire or express opinions. When no one asked any question, the Company Secretary was invited to consider and approve the omission dividend payment for the Company's performance of year ended December 31, 2024.

The resolution:

The resolution for this Agenda requires the majority votes of the shareholders and the proxies attending the meeting and casting their votes.

The resolution was passed by unanimous votes as follows.

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Votes	Equivalent to %	0.0000
Abstained	0	Votes	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During this Agenda, there was not an additional shareholder attending the meeting.

Agenda 5 To consider and approve the directors for replacement of those to be retired by rotation for the year 2025.

The Chairman assigned Miss Wonruedee Suvapan, Company's Secretary and Secretary of the

Nomination and Remuneration Consideration Committee to conduct the meeting on this agenda.

Miss Wonruedee Suvapan presented to the meeting to consider and approve the directors for replacement of those to be retired by rotation for the year 2025 as follows:

Pursuant to Section 71 of the Public Limited Companies Act of B.E.2535 and Article 19 of the Company's Articles of Association, requires that in every annual general meeting, Directors shall retire at least one-third (1/3) of all the Directors or the nearest portion shall be applied in case the number of the Directors cannot be divided to be one-third (1/3) exactly. For the first two years, the retired ones are selected at random. And after that, the Director with the longest tenure shall be considered to be retired. Anyhow, the retired Directors may be re-elected to continue their offices for another term.

The 4 Directors with longest tenure, being retired on the date of 2025 Annual General Shareholders Meeting, namely;

- | | |
|----------------------------------|--|
| 1. MR. NUTTPASINT CHET-UDOMLAP | Director, Chairman of Corporate Risk Management Committee, Member of Nomination and Remuneration Consideration Committee, Member of Investment Committee and Vice Chairman of Executive Committee. |
| 2. MR. AMNUAYCHAI SUWANSOONTHORN | Independent Director, Chairman of Nomination and Remuneration Consideration Committee, Member of Corporate Governance and Sustainability Committee. |
| 3. MR.SOMPONG PONGSAKULRANGSRI | Independent Director, Member of Corporate Risk Management Committee, Member of Investment Committee. |
| 4. MR.SOMPONG PREEPROM | Director, Chairman of Investment Committee and Chairman of Executive Committee. |

Nomination Committee considered to nominate qualified persons to be directors to the Board of Directors to consider and nominate at the 2025 Annual General Meeting of Shareholders to consider and approve the appointment as a director which will be considered and approved individually. There are methods and procedures for selecting directors to replace the vacant position as follows:

1. The Company offered shareholders an opportunity to propose names, persons for selection as the Company's Directors in the annual general meeting of shareholders of 2025 from October 1, 2024 until December 30, 2024. When the said period turned out, there were no shareholders nominating persons to be elected by the Company as Directors.
2. The Nominating Committee acknowledged the names of the Directors who were due to retire by rotation and consider recruiting outsiders to nominate for selection as a director from both the Company's Directors and shareholders.
3. Nominating Committee considered and selected suitable persons to be Directors of the Company from the list that has been proposed to be appointed as the Company's Directors having acceptable qualifications and have no prohibited characteristics as required by laws.
4. Nominating Committee selected and nominated qualified persons to be new Directors to replace the Directors retired by rotation and the one who wished to retire before the end of his term to the Board of Directors' meeting to determine whether the qualifications are suitable for the Company's business operation. And further presented to the Annual General Meeting of

Shareholders for the year 2025.

5. Nominating Committee considered the qualifications of the Directors under the Act and related announcements as follows:

- 5.1 Public Companies Act 1992, Section 68: Qualifications of Directors

- 5.2 Notification of the Capital Market Supervisory Board No. Tor Jor. 39/2016: Application for and Permission to Sell Newly Issued Shares Clause 17: Specific Qualifications in the case of Independent Director and / or Audit Committee

- 5.3 Notification of the Securities and Exchange Commission No. Kor Jor. 3/2017: Determination of Untrustworthy Characteristics of Company Directors

The Nomination and Remuneration Consideration Committee Meeting No. 1/2025 held on February 11, 2025 acknowledged the names of the Directors who are going to complete their terms After jointly considering the nomination of Directors who has no conflicts of interest to replace those who retired by rotation according to the above process, therefore, it has been resolved to nominate the Directors who are going to retire by rotation to the Board of Directors Meeting No. 1/2025 held on February 27, 2025 to consider and then propose to the Annual General Meeting of Shareholders to re-consider appointing the 4 Directors who were going to retire by rotation to be re-elected for another term.

Board's Opinion

The Board of Directors who has no conflicts of interest has carefully considered and scrutinized the three elected Directors proposed by the Nomination and Remuneration Consideration Committee about their capability, experience, prudence, and qualification then agreed to propose the Meeting of Shareholders to approve them, named below, to perform new position or to continue their hold positions. And also, each of them have had qualifications as a Director / Independent Director as required by laws & the rules of the relevant regulatory authority, Articles of Association Charter of the Board of Directors and qualifications of Independent Directors as specified by the Company. Therefore, the shareholders' meeting should consider to approve re - appointing the three Directors who retired by rotation to be the Company's Directors for another term. Namely,

- | | |
|-----------------------------------|---|
| (1) MR. NUTTPASINT CHET-UDOMLAP | Proposed to be appointed as Director. |
| (2) MR. AMNUAYCHAI SUWANSOONTHORN | Proposed to be appointed as Independent Director. |
| (3) MR.SOMPONG PONGSAKULRANGSRI | Proposed to be appointed as Independent Director. |
| (4) MR.SOMPONG PREEPREM | Proposed to be appointed as Director. |

Each the proposed independent director takes a position of independent director of the Company for less than 9 years. The Profile of the 4 Directors proposed for election were detailed in [Attachment 3](#).

Anyway, the Company has set more intensive qualification of independent committee than the one announced by SEC. The Independent committee must obtain the shares in the Company, subsidiary, and associates not more than 0.5% of total vote-able shares (including the shares holding by the ones relate to the committee). The Independent Directors mentioned above would comply with this strict Company requirement and could conduct their works independently.

After completing the clarification, shareholders were given the opportunity to ask questions and

express their opinions. When no one asked any question, the Company Secretary were invited to consider and approve the directors for replacement of those to be retired by rotation for the year 2025.

The Resolution:

The resolution for this Agenda requires the majority votes of the shareholders and the proxies attending the meeting and casting their votes. The proposed persons would be selected individually.

The shareholders' meeting passed a resolution to all mentioned Directors with the **following unanimous vote results:**

- 1) MR. NUTTPASINT CHET-UDOMLAP be elected as Director.

<u>Agreed</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>
<u>Disagreed</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Abstained</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Total</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>

- 2) MR. AMNUAYCHAI SUWANSOONTHORN be elected as Independent Director.

<u>Agreed</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>
<u>Disagreed</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Abstained</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Total</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>

- 3) MR.SOMPONG PONGSAKULRANGSRI be elected as Independent Director.

<u>Agreed</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>
<u>Disagreed</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Abstained</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Total</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>

- 4) MR. SOMPONG PREEPREM be elected as Director.

<u>Agreed</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>
<u>Disagreed</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Abstained</u>	<u>0</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>0.0000</u>
<u>Total</u>	<u>463,989,741</u>	<u>Votes</u>	<u>Equivalent to %</u>	<u>100.0000</u>

Note: During the Agenda 5 period, there was no additional shareholder attending the meeting.

Agenda 6 To consider and approve the increase in the number of Company directors from 11 to 12 persons and the appointment of a new Company director.

The Chairman assigned Miss Wonruedee Suvapan, Company's Secretary and Secretary of the Nomination and Remuneration Consideration Committee to conduct the meeting on this agenda.

Miss Wonruedee Suvapan presented to the meeting to consider and approve the increase in the number of Company directors from 11 to 12 persons and the appointment of a new Company director as follows:

Rational

To ensure a diverse gender composition shall cover for thorough required professional skills, along with expertise in various fields, which will enhance the effectiveness of the board's operations, aligned with the business expansion and principles of good corporate governance, and responding to the appropriate proportion of executive directors on the board, promoting a balance between management and governance, it is therefore proposed to restructure the board by increasing the number of directors from 11 to 12 persons. Additionally, the appointment of **MISS RATCHANEEVIPA PUIPUNTHAVONG**, who has been nominated for election as a Company director by shareholders in accordance with the meeting agenda proposal and the nomination of qualified individuals for election as Company directors, is also proposed.

MISS RATCHANEEVIPA PUIPUNTHAVONG is a wisdom lady with the absolute knowledge, capabilities, experience, and expertise that will benefit the operations and business activities of the Company. She also meets the qualifications and does not have any prohibitive characteristics under the Public Limited Companies Act B.E. 2535 (including amendments) and the Securities and Exchange Act B.E. 2535 (including amendments), as well as relevant announcements and regulations. Her detailed biography appears in Attachments 3.

In order to conform with the proposed restructuring of the Company's board, as detailed above, the meeting is requested to consider approving the change in the number of Company directors as per the Company's certification letter transformation, as follows:

From currently:

“2. The board of directors of the Company consists of 11 persons, as follows:

- | | |
|----------------------------------|--------------------------------|
| 1. MR. NUMCHAI LOWATTANATAKUL | 2. MR.SOMPONG PONGSAKULRANGSRI |
| 3. DR. NARONG JENNARONGSAK | 4. MR. NUTTPASINT CHET-UDOMLAP |
| 5. MR. AMNUAYCHAI SUWANSOONTHORN | 6. MR. PRIN BHOLNIVAS |
| 7. DR. BUNDIT AOWSATHAPORN | 8. MR. MANOON MANUSOOK |
| 9. MR. ORAND PUIPUNTHAVONG | 10. MR. PHONGSAK SIRICUPTA |
| 11. MR. SOMPONG PREEPREM/” | |

Rewrite to:

“2. The board of directors of the Company consists of 12 persons, as follows:

- | | |
|----------------------------------|--|
| 1. MR. NUMCHAI LOWATTANATAKUL | 2. MR. SOMPONG PONGSAKULRANGSRI |
| 3. DR. NARONG JENNARONGSAK | 4. MR. NUTTPASINT CHET-UDOMLAP |
| 5. MR. AMNUAYCHAI SUWANSOONTHORN | 6. MR. PRIN BHOLNIVAS |
| 7. DR. BUNDIT AOWSATHAPORN | 8. MR. MANOON MANUSOOK |
| 9. MR. ORAND PUIPUNTHAVONG | 10. MR. PHONGSAK SIRICUPTA |
| 11. MR. SOMPONG PREEPREM | 12. MISS RATCHANEEVIPA PUIPUNTHAVONG/” |

The amendment of the number of the Company's directors shall not affect the authority to sign on behalf of the Company, which has been specified for the 9th or 10th director to sign together with the 3rd or 4th director, totaling two persons, and affix the Company's official seal. Furthermore, it is proposed to authorize the board of directors or one(s) appointed by the board to have the authority to perform the amendments for the change of the number of directors and the Company's certification, including any other related such as in the event that the registrar of public limited companies and/or any government agency issues an order to modify certain terms in such documents. It means the authorization is to carry out any

necessary actions related to the change in the number of directors, including but not limited to preparing, signing, delivering, and/or submitting requests, as well as preparing related documents and liaising with the Department of Business Development, Ministry of Commerce, any government agency, or any other state organization or individual involved in this matter.

Board of Director’s Opinion: It is deemed appropriate to propose to the shareholders' meeting for approval of the restructuring the board of directors by increasing the number of directors from 11 to 12 persons. It is also to propose the appointment MISS RATCHANEEVIPA PUIPUNTHAVONG to be an executive director, as she possesses the qualifications suitable for the Company's business and has no prohibitive characteristics under the law. Additionally, the authorization is proposed to carry out the matters mentioned, as outlined in the facts and reasons presented.

The Resolution:

The resolution for this Agenda requires the majority vote of the shareholders and proxies who attend the meeting and cast their votes.

The resolution was passed by unanimous votes as follows.

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Votes	Equivalent to %	0.0000
Abstained	0	Votes	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During this Agenda, there was not an additional shareholder attending the meeting.

Agenda 7. To consider and approve the Annual remuneration for Directors of the year 2025.

The Chairman assigned Ms. Wonruedee Suvapan, the secretary of the Nomination and Remuneration Consideration Committee and Company Secretary to conduct the meeting in this Agenda.

Ms. Wonruedee Suvapan presented to the meeting to consider and approve the remuneration for the Board of Directors for the year 2025 as follows:

Pursuant to the Public Company Limited Act B.E. 2535, Section 90, the Directors' remuneration payment shall be in accordance with the resolution of the shareholders' meeting which consists of votes not less than 2 in 3 of the votes of the shareholders who attend the meeting and cast the votes and Article 29 of the Company’s Articles of Association specifies that the Company’s committee has the right to obtain remuneration in terms of reward, meeting allowance, bonus or other benefits according to Company’s regulation or the approval of shareholders in the meeting.

To determine the appropriate remuneration of Directors, it is considered as one of the guidelines in accordance with the principles of good corporate governance to protect the interests of shareholders and can motivate as well as to retain competent Directors to work for the DEMCO business group. The Board of Directors should set policies and criteria for determining Directors' remuneration in accordance with their duties and the responsibility of the Directors by considering the information in terms of form and the amount of directors' remuneration in comparison with the same industry group and companies with similar income. The following factors shall be considered.

- 1.) The Board has established policies, criteria, organization, and remuneration for the Directors that are fair, at an appropriate level by considering the Fiduciary Duty and Accountability & Responsibility as well as comparable to the companies in the same business group and similar scale.

- 2.) To determine the remuneration for Directors, considering for sufficiency and motivation in the selected qualified Directors and maintain the Directors full of knowledge and ability to perform duties with intention, dedicate to create the Company's benefits. The Nomination and Remuneration Consideration Committee will consider the remuneration of the Board of Directors annually and present to the Board of Directors to consider and approve by putting in the agenda of the Annual General Meeting of shareholders for approval.

The Nomination and Remuneration Consideration Committee's meeting No. 1/2025 held on February 11, 2025 has resolved to propose the structure and remuneration of directors for the year 2025, under the policy and criteria for determining remuneration for directors as follows:

1. Proposed fixed remuneration and meeting allowance not more than 8,100,000 baht.

The fixed remuneration and meeting allowance as follows:

Fixed Remuneration

Board of Directors	Chairman	Rate 50,000 baht / month
	Directors	Rate 30,000 baht / month / person
Sub board Committees	No fixed remuneration provided	

For Meeting Allowance

which would be paid to the Directors on a case-by-case basis, every time at the meeting

Description	Position
The Board of Directors	The Chairman of the Board of Directors was at the rate a meeting allowance of 25,000 baht per meeting.
	Each Director at a meeting allowance of 20,000 baht per meeting.
Audit Committee	The Chairman of the Audit Committee was at the rate a meeting allowance of 20,000 baht per meeting.
	Each Director at a meeting allowance of 18,000 baht per meeting.
Other Committee :-	
The Nomination and Remuneration Consideration Committee	<ul style="list-style-type: none"> ○ The Chairman of the committee was at the rate a meeting allowance of 15,000 baht per meeting. ○ Each Director at a meeting allowance of 12,000 baht per meeting.
Corporate Governance and Sustainability Committee	
Corporate Risk Management Committee	
Investment Committee	
Executive Committee	
Executive Directors Receive meeting allowance only for Board of Directors meeting. (Not receiving meeting allowances for any sub-committee meetings)	

- In case the Board of Directors appoints new Sub-Committees, the Board of Directors would ensure that the total remuneration was within the amount not exceeding 8,100,000 baht as approved by the shareholders' meeting.

2. Compensation in other form benefits according to the regulations of the Company

- Annual health check-up fee 50,000 baht per year
- Group life insurance, D & O Liability Insurance
- Membership fee seminars for various courses of IOD and other institutions related

3. Directors' Reward for the performance in the year 2025.

Annual gratuity for Company Directors will refer to the operating results of the Company which the Board of Directors will conduct a self-assessment, both individually and by group, to measure the performance each year as follows.

- Chairman of The Board not exceeding 500,000 baht / year
- Chairman of Sub-Committees, not exceeding 400,000 baht / person / year
- Company Directors, not more than 300,000 baht/person/year

(* Based on the company's performance means no more than 1.0% of comprehensive income for the year of separate financial statements) will be considered when paying dividends.

The Comparison of Directors' remuneration and meeting allowance for the year 2023, 2024 and 2025 (proposed)

(Baht)

Board of Directors / Committee	Position	Regular Remuneration month / person			Meeting allowance time/person		
		2025 (Proposed)	2024	2023	2025 (Proposed)	2024	2023
Board of Director	Chairman	50,000	50,000	50,000	25,000	25,000	25,000
	Member	30,000	30,000	30,000	20,000	20,000	20,000
Audit Committee	Chairman				20,000	20,000	20,000
	Member				18,000	18,000	18,000
Nomination & Remuneration Consideration Committee	Chairman				15,000	15,000	15,000
	Member				12,000	12,000	12,000
Corporate Governance and Sustainability Committee	Chairman				15,000	15,000	15,000
	Member				12,000*	12,000*	12,000*
Corporate Risks Management Committee	Chairman				15,000	15,000	15,000
	Member				12,000*	12,000*	12,000*
Investment Committee	Chairman				15,000	15,000	15,000
	Member				12,000*	12,000*	12,000*
Executive Committee	Chairman				15,000	-	
	Member				12,000*	-	

Note * Remuneration for those who are not executives

Comparison of compensation approved and actual paid

Year 2025 (Proposed Year)	Year 2024		Year 2023	
Propose to be approved	Approved	Actual paid	Approved	Actual paid
8.100 MTHB	7.686 MTHB	6.819 MTHB	7.686 MTHB	6.996 MTHB

According to the comparative table, it shows that the regular remuneration and meeting allowances of the directors are still paid at the same rate as in 2023 and 2024, but in 2025, there is an additional payment of meeting allowances for the executive committee meeting to non-executive directors. The remuneration budget for 2025 that has been proposed for approval increased to 8.1 million baht due to the increase in the number of directors and meeting allowances of the executive committee as detailed above.

In 2024, the Company paid regular compensation and meeting allowances for Directors and Sub-committee of the amount MTHB 6.819, less than those had been approved by shareholders, Totally MTHB 7.868.

The comparison of the Compensation in other benefits according to the regulations of the Company

Item	Year 2025 (Proposed)	Year 2023-2024
Annual health check-up fee	50,000 baht per year	50,000 baht per year
Group life insurance	Acc.to the set coverage program	Acc.to the set coverage program
D & O Liability Insurance	MTHB 700 Sum insured	MTHB 700 Sum insured
Membership fee seminars for various courses of IOD and other institutions related.	As per actual expense	As per actual expense

The comparison of Directors' gratuity for the performance in the year 2023 - 2024 and 2025 (Proposed)

Operational year 2025 (Proposed)	Operational year 2024	Operational year 2023
<p>Annual gratuity for Company Directors will be referred to the operating results of the Company* which the Board of Directors will conduct a self-assessment, both individually and by group, to measure the performance each year.</p> <p><u>Directors' gratuity</u></p> <ul style="list-style-type: none"> Chairman of The Board not exceeding 500,000 baht Chairman of Sub-Committees not exceeding 400,000 baht / person Company Directors, not more than 300,000 baht/person <p>(* Based on the company's performance means no more than 1.0% of comprehensive income for the year of separate financial statements), will be considered when paying dividends.</p>	<p>Annual gratuity for Company Directors will be referred to the operating results of the Company* which the Board of Directors will conduct a self-assessment, both individually and by group, to measure the performance each year.</p> <p><u>Directors' gratuity</u></p> <ul style="list-style-type: none"> Chairman of The Board not exceeding 500,000 baht Chairman of Sub-Committees not exceeding 400,000 baht / person Company Directors, not more than 300,000 baht/person <p>(* Based on the company's performance means no more than 1.0% of comprehensive income for the year of separate financial statements), will be considered when paying dividends.</p>	<p>Annual gratuity for Company Directors will be referred to the operating results of the Company* which the Board of Directors will conduct a self-assessment, both individually and by group, to measure the performance each year.</p> <p><u>Directors' gratuity</u></p> <ul style="list-style-type: none"> Chairman of The Board not exceeding 500,000 baht Chairman of Sub-Committees not exceeding 400,000 baht / person Company Directors, not more than 300,000 baht/person <p>(* Based on the company's performance means no more than 1.0% of comprehensive income for the year of separate financial statements), will be considered when paying dividends.</p> <p>No payout of Directors' gratuity because of omitted dividend.</p>

According to the comparison table above, it shows that in 2025 the Company proposes to pay directors' bonuses the same as in 2024 and 2023 as approved by shareholders. But in 2024 and 2023, there were no dividends paid to shareholders, so the Company had refrained from paying directors' rewards.

Board's Opinion: The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Consideration Committee such is appropriate reflect the duties and responsibilities of the directors. The criteria are comparable to companies in the same industry and other listed companies of similar size (Details for consideration of remuneration appeared in attachment 4). This is subject to the Annual General Meeting of Shareholders 2025's approval.

- (1) The remuneration and the principle of remuneration payment for Directors for the year 2025 in the amount of not exceed 8,100,000 baht
- (2) Remuneration in other benefits according to the Company's Articles of Association
- (3) Director's remuneration criteria for the year 2025 performance not exceeding 1.0% of the comprehensive profit for the year of the separate financial statements as proposed.

In this regard, the Board of Directors took part in determining the conditions and rate of remuneration payment for Directors and Sub-Committees to be appropriate with their scope of responsibilities.

After completing the clarification, shareholders were given the opportunity to ask questions and express their opinions.

When no questions was raised by shareholders. The meeting was requested to consider and approve the remuneration and the principle of remuneration payment for Directors for the year 2025 in the amount of 8,100,000 baht and the criteria for paying the rewards of operating results for the year 2025 as proposed.

This was subjected to the Annual General Meeting of Shareholders 2025's approval.

The Resolution:

This Agenda must be approved by vote of not less than two - thirds (2/3) of the total votes of the shareholders attending the meeting and casting votes.

Resolution of the meeting: It was approved the remuneration and the principle of remuneration payment for Directors for the year 2025 in the amount not more than Baht 8,100,000, Compensation in other form benefits and the criteria for paying the directors' rewards for the performance of the year 2025.

The resolution was passed by an unanimous of votes of the shareholders and proxies who attended the meeting and voted as follows:

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Votes	Equivalent to %	0.0000
Abstained	0	Votes	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During the period performing this Agenda, no more additional shareholders attending the meeting.

Agenda 8 To approve the appointment of Auditors and the Audit fee for the year 2025.

The Chairman assigned Mr. Prin Bholnivas Chairman of Audit Committee to conduct the meeting in this agenda.

Mr. Prin Bholnivas presented to the meeting to consider and approve the appointment of auditors for the accounting period ending 31 December 2025 and determine the amount of audit fees for the year 2025 as follows:

1. The Company’s auditor from A.M.T. Associate Co., Ltd. have had completely fulfilled duties on auditing the accounts for the year 2024.
2. Section no. 120 of the Public Limited Company Act specifies that “The Annual General Meeting of Shareholders shall appoint auditor(s) and determine the audit fee for each year. The former auditor is possible to be re-appointed.
3. Clause No. 57 of the Company's Articles of Association states that the Annual General Meeting of Shareholders shall appoint the Company's annual auditor and determine the audit fee for the Company. The auditor, who ended the term, may be re-appointed.

Audit Committee’s opinion

The Audit Committee has considered and nominated auditor (s) from A.M.T. Associate Co., Ltd. to audit for the year 2025 by considering credibility, service capability, able to give advice which compliance with currently applicable financial reporting standards, independence and impartiality, timely financial reports certifying, being the auditor (s) approved by the Office of the Securities and Exchange Commission to be able to audit Financial Statements of Companies Listed on the Stock Exchange of Thailand including continuity of audit works. In addition, A.M.T. Associate Co., Ltd. is a well-known and acceptable auditing firm. Having expertise and experience in auditing the accounts of many listed companies in a variety of businesses and has proposed an auditor that the Audit Committee has considered by comparing with other audit firms. And the auditor's fee for the past year of A.M.T. Associate Co., Ltd. was considered appropriate.

Audit Committee considered it was appropriate to propose the auditors from A.M.T. Associate Co., Ltd. (“A.M.T.”) to be the auditors of DEMCO Public Company Limited (“DEMCO”) by proposing to The Annual General Meeting of Shareholders for the year 2025 to consider and approve the appointment of the auditors.

1. To consider and approve the appointment of auditors from A.M.T. Associate Co., Ltd. for the year 2025 as follows:

Name	C.P.A No.	Experience to certify DEMCO’s statements
1. Mrs. Nutsarak Sarochanunjeen	4563	0 or
2. Ms. Jarunee Nuammae	5596	1 or
3. Ms. Daranee Somkamnerd	5007	0 or
4. Mr. Siramate Akkharachotkullanun	11821	0

Each auditor of them shall audit and provide any recommendation for the year 2025 Company’s financial statements. For more details of the 4 persons, they are shown in Attachment 5

If the auditors listed above are unable to perform their duties, A.M.T. Associates Office may provide another auditor of the office to perform the audit and express an opinion on the Company's financial statements for substitution. The proposed auditors in the name-list above have no relationship or conflict of interest in the Company / subsidiaries / associated companies / executives / major shareholders or any person related to those persons. Therefore, all the auditors are independent in performing their audits or expressing opinions on the financial statements of the Company.

2. The Audit Committee also proposed the auditors' fee for the year 2025 amount THB 1,600,000 for approval.

The comparison of the proposed auditor's fee to the past 2 years was as follows:

Item	Amount (THB)		
	2025 (Proposed)	2024	2023
Audit annual financial statement	850,000	810,000	720,000
Review 3 quarters of financial statement	750,000	690,000	680,000
BOI/ERP initiation review fee			
Total	1,600,000	1,500,000	1,400,000
Increase / (Decrease) (THB)	100,000	100,000	(15,000)
Increase / (Decrease) (%)	6.25	7.14	(1.07)
Non Audit Fee	Charge as incurred	0.275	0.178

The budget included the cost for English version financial statement.

In addition to the said audit fee, the Company may provide other service fees, such as travel expenses, accommodation fee for the audit of the auditor, which the mentioned charged actual expenses shall be paid each time along with the audit fee.

Board's Opinion

The Board of Directors has considered and agreed with the proposal of The Audit Committee that the shareholders' meeting should approve.

To appoint the auditors from A.M.T. Associate Co., Ltd. named as proposed to be the Company's auditors for the year 2025 and the auditor fee is not more than THB 1,600,000 and other expenses are as actually incurred.

After clarification has been completed. Therefore, inviting shareholders to ask any questions.

When no shareholder asked. The meeting was asked to consider appointing the auditors for the accounting period ended December 31, 2025 and setting the amount of the audit fee for the year 2025 in the amount of Baht 1,600,000 as proposed.

The Resolution:

The resolution for this Agenda requires by the majority votes of the Shareholders and the proxies attending the meeting and casting their votes.

Resolution of the meeting: It was approved the appointment of the auditors of the Company for the year 2025 and approved the auditor fee for the Company's Financial Statement audit of the year 2025 totally not more than 1,600,000 Baht.

The resolution was passed by an unanimous of votes of the shareholders and proxies who attended the meeting and voted as follows:

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Votes	Equivalent to %	0.0000

Abstained	0	Votes	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During the period performing this Agenda, no more additional shareholders attending the meeting.

Agenda 9 To Consider and approve the amendment of the company's regulations Article 16 Article 25 and Article 34.

The Chairman assigned Ms. Wonruedee Suvapan, the Company's Secretary to conduct the meeting in this Agenda.

Ms. Wonruedee Suvapan presented to the meeting to consider and approve the amendment of the company's regulations Article 16 Article 25 and Article 34. as follows:

Rational:

The Company's regulations should be revised for more flexibility to comply with current laws. Especially for Article 16, regarding the appointment of a director as a manager. The position can be called Chief Executive Officer or Managing Director. According to the Public Limited Companies Act (No. 4), B.E. 2565 (2022), amendments have been made to the Public Limited Companies Act, B.E. 2535 (1992), regarding the procedures for board of directors' meetings and shareholders' meetings to accommodate electronic methods. These amendments aim to reduce burdens and to facilitate both the Company and its shareholders.

Board of Director's Opinion : The Board of Directors Meeting No. 1/2025, held on February 27, 2025, resolved to propose to the Annual General Meeting of Shareholders for consideration and approval.

1. The amendment of the Company's regulations in Chapter 3, Article 16 and 25, and Chapter 4, Article 34, to align with the management structure and recent legal changes. The amended text appears in the **underlined bold text** as follows:

<u>Current Regulations</u>	<u>Amended Regulations</u>
<p>Article 16 : The Company shall have a group of board directors consisting of at least five (5) members, elected by the shareholders' meeting. The board of directors shall elect one among themselves as a Chairman and may also elect a Vice Chairman and other positions as deemed appropriate. At least half (1/2) of the total number of board directors must reside in Thai Kingdom. The Company's directors must possess the qualifications as prescribed by the Public Limited Companies Act.</p> <p>If the Chairman is unable to perform his/her duties permanently, a Board of Directors meeting shall be held to elect a new</p>	<p>Article 16 : The company shall have a group of board directors consisting of at least five (5) members, elected by the shareholders' meeting. The board of directors shall elect one among themselves as a Chairman and may also elect a Vice Chairman and other positions as deemed appropriate. At least half (1/2) of the total number of board directors must reside in Thai Kingdom. The Company's directors must possess the qualifications as prescribed by the Public Limited Companies Act.</p> <p>If the Chairman is unable to perform his/her duties permanently, a Board of Directors meeting shall be held to elect a new Chairman.</p> <p>The Board of Directors may elect any other</p>

<u>Current Regulations</u>	<u>Amended Regulations</u>
<p>Chairman.</p> <p>The Board of Directors may elect any other directors as a Vice Chairman to act on behalf of the Chairman in the event that the Chairman is temporarily unable to perform his/her duties.</p> <p>The Board of Directors shall elect and appoint a director as a person who responsible for managing the business, referred to as the Managing Director. If the Managing Director is unable to perform his/her duties, the Board may appoint any individual as the Acting Managing Director on a temporary basis.</p> <p>If the Board appoints any directors or individuals to hold any position within the Company, such as Managing Director, Executive Director, or Chief Executive Officer, the appointed director shall be entitled to receive remuneration as an employee of the Company for performing duties in that position, in addition to the remuneration received as a director. This provision shall also be applied in cases when the Board appoints an individual who is not a director to hold such position within the Company as well.</p>	<p>directors as a Vice Chairman to act on behalf of the Chairman in the event that the Chairman is temporarily unable to perform his/her duties.</p> <p>The Board of Directors shall elect and appoint a director as a person who responsible for managing the business, referred to as the <u>Chief Executive Officer or Managing Director</u>. If the <u>Chief Executive Officer or Managing Director</u> is unable to perform his/her duties, the Board may appoint any individual as the Acting Chief Executive Officer or Managing Director on a temporary basis.</p> <p>If the Board appoints a director to hold a position within the company, such as Managing Director, Executive Director, or <u>Chief Executive Officer</u>, the appointed director shall be entitled to receive remuneration as an employee of the Company for performing duties in that position, in addition to the remuneration received as a director. This provision shall also be applied in cases when the Board appoints an individual who is not a director to hold such position within the Company as well.</p>
<p>Article 25 : The Board of Directors of the Company shall perform meeting at least once for each every three (3) months.</p> <p>The Chairman of the Board has the authority to call for a meeting by sending a notice to the directors at least <u>seven (7)</u> days prior to the meeting date. However, in cases of urgency to protect the rights and the benefits of the Company, the meeting may be called by other means, or the meeting date may be set earlier.</p> <p>Two (2) or more directors may request to call for a meeting of the Board of Directors. In such case, the Chairman of the Board shall fix the date and call the meeting within</p>	<p>Article 25 : The Board of Directors of the Company shall perform meeting at least once for each every three (3) months.</p> <p>The Chairman of the Board has the authority to call for a meeting by sending a notice to the directors at least <u>three (3)</u> days prior to the meeting date. However, in cases of urgency to protect the rights and the benefits of the Company, the meeting may be called by other means, or the meeting date may be set earlier.</p> <p><u>If there is no appointed Chairman of the Board for any reason at that time, the Vice Chairman shall be responsible for calling the Board meeting. If there is no appointed Vice Chairman for any reason at that time, two or more directors have the</u></p>

Current Regulations	Amended Regulations
<p>fourteen (14) days from the date of receipt of the request or the meeting shall be scheduled on the date so requested. The Chairman of the Board of Directors shall fix the date, time, place of the meeting and the agenda for the meeting of the Board of Directors. The place of the meeting of the Board of Directors may be the area where the head office of the Company is located or any other location.</p> <p>If the Chairman of the Board deems it is appropriate, a Board meeting may be held via electronic media. The electronic meeting shall comply with the laws, regulations, announcements, requirements, or guidelines that are relevant, whether they currently exist or may be amended in the future.</p> <p>Furthermore, for meetings held via electronic media, the f shareholders' invitation to attend the Board meeting may also be transmitted through electronic media, in accordance with the applicable legal provisions.</p>	<p><u>right to perform jointly call a Board meeting.</u></p> <p><u>If there is a reasonable matter or to protect the rights or benefits of the Company, two or more directors may jointly request ‡ for a Board meeting with specifying the issued subject and the reasons to present for consideration. if such cases agreed, the Chairman of the Board must call the meeting and set the meeting date within fourteen (14) days from the date the request is received.</u></p> <p><u>If the Chairman of the Board fails to act upon the request, the directors who made the request may jointly call the meeting and set the meeting date to consider the requested issued subject within 14 days from the expiration date mentioned in the paragraph above.</u></p> <p>If the Chairman of the Board deems it is appropriate, a Board meeting may be held via electronic media. The electronic meeting shall comply with the laws, regulations, announcements, requirements, or guidelines that are relevant, whether they currently exist or may be amended in the future.</p> <p>Furthermore, for meetings held via electronic media, the shareholders' invitation to attend the Board meeting may also be transmitted through electronic media, in accordance with the applicable legal provisions.</p>
<p>Article 34 : In calling a shareholders' meeting, the Board of Directors shall prepare a meeting notice specifying the location, date, time, meeting agenda, and appropriate details, clearly pecifying whether the agenda is for information, approval, or consideration. The notice shall also include the Board's opinions and Recommendations on the matters to be discussed. This notice shall be sent to shareholders, the registrar, and the Stock Exchange of Thailand (if the company is listed) at least seven (7) days prior to the meeting date.</p> <p>The notice calling for the shareholders' meeting shall be published in a local</p>	<p>Article 34 : In calling a shareholders' meeting, the Board of Directors shall prepare a meeting notice specifying the location, date, time, meeting agenda, and appropriate details, clearly specifying whether the agenda is for information, approval, or consideration. The notice shall also include the Board's opinions and recommendations on the matters to be discussed. This notice shall be sent to shareholders, the registrar, and the Stock Exchange of Thailand (if the company is listed) at least seven (7) days prior to the meeting date.</p> <p>The notice calling for the shareholders' meeting shall be published in a local newspaper for three (3) consecutive days prior to the meeting date.</p> <p><u>Additionally, the Company may use electronic media or other methods of advertisement in stead</u></p>

<u>Current Regulations</u>	<u>Amended Regulations</u>
newspaper for three (3) consecutive days prior to the meeting date.	<u>of newspaper, in accordance with the guidelines set by the registrar or applicable laws, such as the Company's website, online newspaper websites, the Stock Exchange of Thailand website, etc.</u>

- Consider granting authority to the director(s) who have the right to sign on behalf of the Company as per the Company's certification letter, or to individuals re-appointed, to carry out any necessary actions for the registration of the amendments to the Company's regulations with the Department of Business Development, Ministry of Commerce, as approved, until completion. They will also have the authority to make amendments and additions to the text in the amended company regulations if the registrar of public limited companies issues an order and/or recommendation to modify certain terms in the documents. This is to comply with the order and/or recommendation of the registrar of public limited companies, without affecting the significance of the approved amendment to the Company's regulations.

After clarification has been completed. Therefore, inviting shareholders to ask any questions.

When no shareholder asked. The meeting was asked to consider and approve the amendment of the company's regulations Article 16 Article 25 and Article 34.

The Resolution:

This Agenda must be approved by the votes of not less than third-four (3/4) of the total votes of the shareholders and proxies attending the meeting and casting votes.

Resolution of the meeting:

It was approved the amendment of the company's regulations Article 16 Article 25 and Article 34.

The resolution was passed by an unanimous of votes of the shareholders and proxies who attended the meeting and voted as follows:

Agreed	463,989,741	Votes	Equivalent to %	100.0000
Disagreed	0	Votes	Equivalent to %	0.0000
Abstained	0	Votes	Equivalent to %	0.0000
Total	463,989,741	Votes	Equivalent to %	100.0000

Note: During the period performing this Agenda, no more additional shareholders attending the meeting.

Agenda 10. To consider other matters.

The Chairman informed the meeting that the various set agendas specified in the invitation letter were considered and discussed accordingly. Lastly, Mr. Phongsak Siricupta, Chief Executive Officer and Managing Director, was assigned to explain the Company's future business plan to shareholders. This agenda was just for acknowledgment so there will be no consideration by voting.



E-AGM 2025

KEY DRIVER FOR FUTURE REVENUE

1. Renewable and Alternative Energies Development Plan during the year 2021 - 2030

Private PPA, Community - Based Power Plants.

- Focusing on the BOP – Balance of Plant for Wind Farm and Solar Farm projects as well as the Grid connecting to PEA and EGAT Electrical Network. Estimated project's value is more than MTHB 10,000.

2. EGAT's Investment Plan during the year 2020 – 2030 MTHB 300,000

- Constructing Transmission and Distribution Line and Substations to Support the Grid modernization & Asian power grid policy.

3. MEA's Investment Budget during the year 2016 - 2026 MTHB 50,000

- Constructing Underground Cable System in Metropolitan Area and Renovating Substations.

4. PEA's Investment Budget during the year 2022 – 2024 MTHB 30,000

- Constructing Transmission and Distribution Line, Substations and Underground Cable.

5. Entering to new businesses by moving to Computerized Base and Platforms such as Smart Grid, Micro Grid, Energy Storage including businesses related to Electric Vehicles, Energy Management.

6. Invest in Solar rooftop (Private PPA) targets 20 MW during the year 2021 - 2027

7. Feasibility Studies with Partners : Automatic Parking System.

From the above Key Driver, which is the future operational plan, summarization shall be as follows:

1. Renewable energy group work:

The government has announced the purchase of electricity from renewable energy (Private PPA) in the amount of 5,200 MW and 2,000 MV. The Company has submitted a proposal as a project developer, but it was not considered. However, the Company has contacted the awarded parties to conduct the related works, consisting of 2 parts: 1.) Farm construction (Balance of Plant) for both solar and wind energy projects (Solar farm & Wind farm). Currently, the documents were being prepared for bidding of 3 projects. 2.) Grid Connection works, consisting of transmission line construction, Terminal Substation construction, Add Bay construction at the Metering Point as purchase point at the Electricity Generating Authority of Thailand's Substations. The Company has obtained approximately 700 million baht worth of work.

2. Electricity Generating Authority of Thailand (EGAT): Each year, EGAT has continuous auction works worth an average of approximately 10,000 million baht, which are works those the Company continuously bids for. Currently, there is a bidding for the construction of large substations, for which the Company is awarded and has received the LOI. This is the construction of Ban Bueng substations, worth approximately 950 million baht, with the contract expected to be signed soon, and the construction of the 500 kV Tha Tako-Sam Khok transmission line, which is currently under construction.

3. Metropolitan Electricity Authority (MEA): The Company has been awarded a contract to change the aerial cables to underground cables for the Purple Line electric train line, with a project value of approximately 250 million baht, which is currently under construction.

4. Provincial Electricity Authority (PEA): Each year, PEA has issued bidding projects worth an average of 7,000 - 10,000 million baht, including construction projects for substations, construction projects for transmission line, and construction projects for distribution system, including large cities' underground electrical system, for which the Company has continuously bided and awarded the projects.

5. New Technologies: The Company focuses on new businesses in Computerized Base and various platforms such as Smart Grid, Micro Grid, Energy Storage, Energy Management, including businesses related to Electric Vehicles (EV) such as EV Charging Station to support EV vehicles and Energy Management, which

the Company has collaborated with business partner to perform both construction (EPC) and system development (Platform) for data management (Energy Management) because electricity users of various industrial factories must implement Carbon Neutrality and Net Zero, including CBAM (Carbon Border Adjustment Mechanism), which these factories need to use clean energy, which must use the Energy Management system to manage. However, we will have to wait for the government's announcement on Third Party Access and Wheeling Charges, which are expected to be announced within this year.

6. Investment project in Solar Rooftop (Private PPA): By 2027, the investment target has been set at 20 megawatt, and by 2025, approximately 7.3 megawatt was expected to be completed.

7. The work on the Automatic Parking System: The Company has been working with G Park Company, a partner. In the past, the Company supplied steel structure for the construction of automatic parking garages to G Park Company. But in the future, the Company will continue its business by developing automatic parking systems in collaboration with the partner.

After the clarification was completed, shareholders were given an opportunity to ask questions or express their opinions.

There were no further questions or comments from the shareholders. The Company secretary informed that all meeting agendas had already been conducted. Therefore, invited the Chairman to summarize of the number of attendees and provided speech to close the meeting.

The Chairman said, after the meeting started at 2:00 p.m., there was one shareholder registered to attend the meeting in addition. As the meeting adjourned, there were a total of 40 shareholders, 7 of them attended the meeting in person, and 33 by proxies. The total number of shares is 463,989,741 shares, representing 61.7847 percent of the total number of shares sold. And finally, the Chairman said thanks to all shareholders for attending the meeting and announced to adjourn the meeting at 4:02 p.m.



(Mr. Namchai Lowattanatakul)
Chairman of the Board

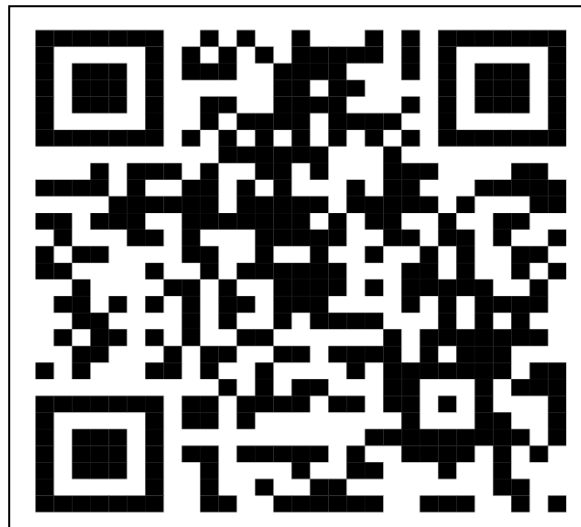


(Ms. Wonruedee Suvapan)
The Company's Secretary/Meeting recorder

The Annual Report for the year 2024 (Form 56-1 One Report) and Financial Statement

LINK: <https://www.demco.co.th/en/investor-relations/downloads/annual-report>

QR Code:



Supporting Documents for Agenda Item 5: To consider and approve the election of Directors to replace those retiring by rotation

Names and Profiles of the Directors proposed to be re-elected to serve another term

1. DR. NARONG JENNARONGSAK

Age	: 55 Years
Position to proposed	: Non-Executive Director
First Appointed	: 12 August 2023
Total number of service tenure	: 2 Years and 4 Months



Graduation	<ul style="list-style-type: none"> - Ph.D. Business Administration, Ramkhamhaeng University - Master of Business Administration (MBA), Oklahoma City University, USA - Bachelor of Business Administration (BBA), Assumption University 	
Training	<ul style="list-style-type: none"> - Director Accreditation Program (DAP) - Hot Issue for Directors: Empowering Boards: Enhancing Governance, Standards, and Financial Insights 4/2024 (IOD) - ESG Risks Mitigation (SET) - Boardroom Excellence: A Key to Corporate Success (SET) 	
Work Experiences in the Previous 5 Years	DEMCO Public Company	
	12 Aug 2023 - Present	Non-Executive Director Member of Corporate Governance and Sustainability Committee Member of Corporate Risk Management Committee
	Wind Energy Holding Co., Ltd.	
	2021 - Present	Director
	S.D. Avenue Hotel Co., Ltd.	
	1995 - Present	General Manager
<i>Current Positions in Other Listed Companies</i>		- None -
<i>Current Positions in Other Non-listed Companies</i>		2 companies
<i>Positions in Other Companies That May Cause a Conflict of Interest with the Company</i>		- None -
<i>Criminal Litigation (Excluding Petty Offense Cases)</i>		- None -
<i>Percentage of Ordinary Shareholding in the Company</i>	- Shareholding	- None -
	- Spouse / Minor Children Shareholding	- None -
<i>Relationship between Management</i>		- None -

2. DR. BUNDIT AOWSATHAPORN

Age : 56 Years
Position to proposed : Independent Director
First Appointed : 27 April 2023
Total number of service tenure : 2 Years and 8 Months



Graduation

- Doctor of Educational Administration and Management - Srinakharinwirot University
- Bachelor of Laws (LL.B.) Southeast Bangkok University

Training

- Advanced Diploma in Intellectual Property Law Institute of Law Training, Legal Training Office of the Thai Bar Association
- Advanced Certificate Course in Public Administration and Public Law for Executives
- Advanced Audit Committee Program (AACP) Class 50/2023
- Executive Program in Energy Literacy for a Sustainable Future, Class 22 (TEA Class 22)

Work Experiences in the Previous 5 Years

DEMCO Public Company Limited

20 Jan 2025- Present	Member of Nomination and Remuneration Consideration Committee
12 May 2023 – Present	Member of Corporate Governance and Sustainability Committee
27 Apr 2023 - Present	Independent Director Member of Audit Committee

BRC Transformation Co., Ltd.

2019 – Present	Managing Director
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Avery Dennison (Thailand) Co., Ltd.

2002 – Present	Business Manager
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Current Positions in Other Listed Companies - None -
Current Positions in Other Non-listed Companies 2 companies
Positions in Other Companies That May Cause a Conflict of Interest with the Company - None -
Criminal Litigation (Excluding Petty Offense Cases) - None -
Percentage of Ordinary Shareholding - None -
Shoreholding in the Company - Spouse / Minor Children - None -
Shareholding
Relationship between Management - None -

4. MR. NATHAPONG KOROM

Age : 49 Years
 Position to proposed : Executive Director
 First Appointed : 13 May 2025
 Total number of service tenure : 9 Months

Graduation

- Master of Science (M.Sc.) in Building Resource Management
- Bachelor of Engineering (B.Eng.) in Industrial Engineering

Training

- Thai-Chinese Leadership Program (TCLP), Class 6, Thai-Chinese Leadership Institute, Huachiew Chalermprakiet University
- Visionary Artificial Intelligence Partnership (VAIP), Class 2, Sripatum University
- Generative AI for Business: The Impression Training Co.,Ltd.
- Cash Flow Management for Executives, Thailand Management Association (TMA)
- System Engineering & Project Management, Energy Research and Development Institute Nakomping, Chiang Mai University
- Director Certification Program Class 171/2013 : Thai Institute of Directors (Thai-IOD)
- Finance for Non-Finance : Dharmniti Seminar and Training Co., Ltd.
- Feasibility Study : Thammasat University
- Thai Financial Reporting Standards-TFRS9 (Financial Instrument) : EY Corporate Services Limited

Work Experiences in the Previous 5 Years

DEMCO Public Company Limited

23 Aug 2025 - Present Acting Chief Business Officer (CBO)
 13 May 2025 - Present Member of Corporate Governance and Sustainability Committee
 Member of Corporate Risk Management Committee
 Member of Investment Committee
 Member of Executive Committee

Current Positions in Other Listed Companies

Current Positions in Other Non-listed Companies

Positions in Other Companies That May Cause a Conflict of Interest with the Company

Criminal Litigation (Excluding Petty Offense Cases)

Percentage of Ordinary - Shareholding - None -

Shoreholding in the Company - Spouse / Minor Children Shareholding - None -

Relationship between Management - None -



02 May 2025 – Present Director
 Chief Executive Officer
Demco Energy and Utility Company Limited
 16 May 2025 – Present Director
DEMCO Power Company Limited
 16 May 2025 – Present Director Acting Managing Director
AEOLUS Company Limited
 16 May 2025 – Present Director
First Korat Company Limited
 16 May 2025 - Present Director
K. R. TWO COMPANY LIMITED
 16 May 2025 - Present Director
Precise Electric Manufacturing Co., Ltd.
 2021 - 10 Apr 2025 Chief Operating Officer
 2016 – Present Director
 2016- 2021 Managing Director
Precise Electric Manufacturing (Cambodia) Co., Ltd.
 2019 - Present Director
 2019 - 2021 Managing Director
Precise Smart Life Company Limited
 2019 – Present Director
Precise Digital Economy Company Limited
 2023 – 2024 Chief Executive Officer
 Chief Operating Officer

Supporting Documents for Agenda Item 6: To consider and approve the determination of Directors' remuneration and the criteria for payment of Directors' bonus and Board Committee remuneration for the operating results for the year 2026

Information for consideration of Directors' remuneration structure, including Retaining Fees and Attendance Fees for the Board of Directors and Board Committees for the year 2026

Source: 2024 Directors' Remuneration Survey Report of the Thai Institute of Directors (IOD)

Table 4: Proportion of Directors' Remuneration Structure Classified by Business Sector

Table 5: Proportion of Directors' Remuneration Structure Classified by Revenue Level

Business Group	Monetary compensation			Non-monetary type compensation		
	Regular remuneration	Meeting allowance	Reward	Shares	Warrant	Benefits
Energy and utilities	94%	100%	54%	0%	0%	71%
Construction Service	79%	85%	47%	0%	0%	65%
Income level 1,000 - 5,000 million baht	70%	93%	49%	0%	0%	62%

Table 7 Remuneration for Directors classified by type of Director (Baht / person / time) (Baht)

	Chairman	Executive Director	Non-executive Director
Median	45,000	29,000	25,000
Arithmetic mean	62,163	34,115	33,119

- The remuneration approved by the Shareholders' Meeting in the year 2025 represents remuneration received solely in the capacity as Directors and does not include remuneration received in the capacity as executives.

Table 11 Meeting allowance by type of Director (Baht / person / time) (Baht)

	Chairman	Executive Director	Non-executive Director
Median	26,500	18,500	20,000
Arithmetic mean	34,962	22,841	22,577

Table 15 Reward (Bonus) Classified by type of Director (Baht / person / year) (Baht)

	Chairman	Executive Director	Non-executive Director
Median	431,314	311,667	330,000
Arithmetic mean	822,085	659,310	579,080

Table 19 Remuneration for Sub - Committees classified by type of committee (Baht / person / time)

Sub-Committees	Regular remuneration (Baht / person / month)			Meeting allowance (Baht / person / time)		
	Chairman	Executive Director	Non-executive Director	Chairman	Executive Director	Non-executive Director
Audit committee	25,000	-	19,294	25,000	-	16,250
Nomination and Remuneration Committee	17,142	10,000	10,000	20,000	15,000	15,000
Corporate Governance Committee	31,500	3,333	20,000	20,000	15,000	15,000

Business group information for Chairman

Source: Table 1 Regular remuneration for the Chairman (Baht / person / month)

Table 4 Chairman's meeting allowance (Baht / person / time)

Description	Regular remuneration THB/person/ month			Attendance Fees (THB/person/meeting)		
	Average revenue	Minimum revenue	Maximum revenue	Average revenue	Minimum revenue	Maximum revenue
Classified by revenue	47,065	2,500	250,000	28,692	5,000	80,000
Income 1,001-5,000 million baht						
Classified by business group	47,889	16,667	180,000	28,782	7,500	75,000
• Energy & Utilities (Resource Business Group)						
• Construction service (Real Estate and Construction Business)	63,155	10,000	250,000	30,960	5,000	61,000

Business group information for Executive Directors remuneration

Source: Table 2 Regular remuneration for Executive Directors (Baht / person / month)

Table 5 Meeting allowance for Executive Directors (Baht / person / time)

Description	Regular remuneration / month			Attendance Fees (THB/meeting)		
	Average revenue	Minimum revenue	Maximum revenue	Average revenue	Minimum revenue	Maximum revenue
Classified by revenue	24,831	2,500	75,625	17,209	5,000	50,000
Income 1,001-5,000 million baht						
Classified by business group	35,993	12,500	145,000	22,685	5,000	60,000
• Energy & Utilities (Resource Business Group)						

Description	Regular remuneration / month			Attendance Fees (THB/meeting)		
	Average revenue	Minimum revenue	Maximum revenue	Average revenue	Minimum revenue	Maximum revenue
<ul style="list-style-type: none"> Construction service (Real Estate and Construction Business) 	36,292	8,333	120,000	19,639	5,000	45,000

Business group information for Non-executive Directors remuneration

Source: Table 3 Regular remuneration for Non-Executive Directors (Baht / person / month)

Table 6 Meeting allowance for Non-Executive Directors (Baht / person / time)

Description	Regular remuneration / month			Attendance Fees (THB/meeting)		
	Average revenue	Minimum revenue	Maximum revenue	Average revenue	Minimum revenue	Maximum revenue
Classified by revenue	23,823	2,500	95,000	18,531	5,000	50,000
Income 1,001-5,000 million baht						
Classified by business group	31,969	11,667	145,000	21,758	7,500	60,000
<ul style="list-style-type: none"> Energy & Utilities (Resource Business Group) 						
<ul style="list-style-type: none"> Construction service (Real Estate and Construction Business) 						

Remuneration of sub - Committees (Baht/person/month)

Non-executive Director	DEMCO (Proposed)	Income 1,000-5,000 million Baht			Natural Resource Business Group			Real Estate and Construction Business			
		Average	Minimum	Maximum	Average	Minimum	Maximum	Average	Minimum	Maximum	
Audit Committee											
• Chairman	-	27,424	2,500	100,000	28,337	10,000	71,250	42,156	10,000	180,000	
• Directors	-	20,010	833	75,000	22,619	8,333	67,005	28,922	5,000	120,000	
Nomination and Remuneration Committee											
• Chairman	-	15,642	833	31,500	14,722	8,333	25,000	35,024	3,500	120,000	
• Directors	-	13,028	666	30,000	12,500	4,167	20,000	18,333	5,000	75,000	
Corporate Governance Committee											
• Chairman	-	31,500	31,500	31,500	-	-	-	35,000	20,000	50,000	
• Directors	-	30,000	30,000	30,000	-	-	-	15,000	10,000	20,000	
Risk Management Committee											
• Chairman	-	26,768	5,500	75,000	21,389	8,333	50,000	62,500	50,000	75,000	
• Directors	-	21,792	3,350	70,000	17,667	8,333	50,000	15,000	15,000	15,000	

Meeting Allowance for Sub – Board Committee (Baht / person / month)

Non-executive Director	DEMCO (Proposed)	Income 1,000-5,000 million Baht			Natural Resource Business Group			Real Estate and Construction Business		
		Average	Minimum	Maximum	Average	Minimum	Maximum	Average	Minimum	Maximum
Audit Committee										
• Chairman	20,000	23,798	5,000	70,000	24,317	7,500	60,000	26,849	7,500	61,000
• Directors	18,000	16,882	5,000	50,000	18,483	5,000	45,000	18,202	5,000	36,000
Nomination and Remuneration Committee										
• Chairman	15,000	20,072	3,750	60,000	22,286	5,000	60,000	24,413	5,000	70,000
• Directors	12,000	14,358	3,194	40,000	17,196	5,000	45,000	16,813	5,000	40,000
Corporate Governance Committee										
• Chairman	15,000	22,031	10,000	50,000	18,000	18,000	18,000	39,571	15,000	120,000
• Directors	12,000	16,425	10,000	30,000	15,000	15,000	15,000	26,143	10,000	75,000
Risk Management Committee										
• Chairman	15,000	19,535	3,750	50,000	20,068	10,000	60,000	22,885	5,000	61,000
• Directors	12,000	13,790	3,750	30,000	18,409	10,000	45,000	16,875	5,000	40,000

Source: Table 21, 22, 23, 24, 41, 43, 44, 46, 58, 60, 61, 63, 70, 72, 73 and 75 Appendix of the 2024 Directors Remuneration Survey Report.

Supporting Documents for Agenda Item 7: To consider and approve the appointment of the Company's auditor for the year ended December 31, 2026 and the determination of the audit fee for the year 2026

Profiles and professional experience of the proposed auditors for the year 2026

1st Auditor

Name -Surname

- Mrs.Natsarak Sarochanunjeen

CPA (Thailand No.)

- 4563

Education

- Higher Diploma in Auditing Program, Thammasat University
- BBA, Thammasat University

Current Position

- Audit Partner

Certificates

- CPA Registration No. 4563
- CPA approved by the office of SEC

Experience

- Experience in external auditing more than 20 years

Conflict of interest with the Company, the management, the major shareholders

or any related person

- None

or any related person

- None



2nd Auditor

Name -Surname

- Miss Jarunee Nuammae

CPA (Thailand No.)

- 5596

Education

- High Diploma in Auditing Program, Thammasat University
- B.B.A.(Accounting), Rajamangla Institute of Technology

Current Position

- Audit Partner

Certificates

- CPA Registration No. 5596
- CPA approved by the office of SEC

Experience

- Experience in external auditing more than 20 years

Conflict of interest with the Company, the management, the major shareholders

or any related person

- Non



3rd Auditor

Name -Surname

- Miss Daranee Somkamnerd

CPA (Thailand No.)

- 5007

Education

- Higher Diploma in Auditing Program,
- Thammasat University
- BBA, Thammasat University

Current Position

- Audit Partner

Certificates

- CPA Registration No. 5007
- CPA approved by the office of SEC

Experience

- Experience in external auditing more than 20 years



Conflict of interest with the Company,
the management, the major shareholders
or any related person

- None

4th Auditor

Name -Surname

- Mr. Siramate Akkharachotkullanun

CPA (Thailand No.)

- 11821

Education

- BBA, Kasetsart University

Current Position

- Audit Partner

Certificates

- CPA Registration No. 11821
- CPA approved by the office of SEC

Experience

- Experience in external auditing more than 10 years



Conflict of interest with the Company,
the management, the major shareholders
or any related person

- None

Definition of Independent Directors
DEMCO Public Company Limited

1. Hold no more than 0.5% of total voting shares of the Company, parent company, subsidiaries, associated companies, major shareholders, or the Company's authorized controller, including shareholders related to the Independent Director.
2. Must not involve with management or be a contractor, employee, consultant-receiving regular salary or an authorized person of the Company, parent company, subsidiaries, associated companies, major shareholders, or the Company's authorized persons for a period of less than two years prior. But the prohibition except for former government officer or former advisor of government officer that be major shareholder or the Company's authorized controller.
3. Not being a person who has a blood or legally registered relationship in the form of fatherhood, motherhood, spouse, siblings, offspring, including spouse of offspring of the executives, major shareholders, authorized person, or any proposed persons to be the executives or authorized controllers of the Company and its subsidiaries.
4. Having no business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or authorized persons of the Company, which may interrupt his/her independent discretion, including not being a covert shareholders authorized person, or any proposed persons with business relationship with the Company, parent company, subsidiaries, associated companies, major shareholders, or authorized persons, either at present or not less than two years prior to the appointment of Independent Director. Such business relationship includes normal business transaction, leasing or real-estate rental, items concerning assets and services, offer or receive financial assist by borrowing, lending, guaranteeing, providing assets as debt guarantee as any act in the same manner causes the Company and its partners of contract to pay debt of 3% or more of the tangible net asset of the Company, or Baht 20 million or more, of which is lower with value calculation of the related transaction. According to the announcement of the capital market regulator, it also includes any debts occurred during one year prior to the date that the business relationship with the same person begins.
5. Not being an auditor of the Company, parent company, subsidiaries, associated companies, major shareholders, or authorized being persons of the Company. Also, not being a covert shareholders (Holds no more than 10% of total voting shares of the Company, including related persons), authorized persons or audit office partners with authorized persons of the Company, parent company, subsidiaries, associated companies, major shareholders, or authorized person of the Company, either at present or not less than two years prior to the appointment of Independent Director.

6. Not being any professional service provider, including law advisor or financial advisor, receiving service fees more than Baht 2 million per year from the Company, parent company, subsidiaries, associated companies, major shareholder, or authorized person of the Company and not being a covert shareholder, or authorized person or partner of professional service provider, either at present or not less than two years prior to the appointment of Independent Director.
7. Not being a Director appointed as a representative of directors of the Company, major shareholder, or shareholders related major shareholders.
8. Not having the same business as the Company's which may lead to competition with the Company, subsidiaries, or not being a covert partner to the partnership, or a director involves with management, an employee, a staff member, a salaried advisor or having shares more than 1% of shares with voting rights of other companies with the same business nature competing with the business of the Company and its subsidiaries.
9. Not having characteristics that obstruct providing independent opinions concerning the Company's operating results.

After being appointed as Independent Directors of the Company. Independent Directors may be assigned by the Board of Directors to make decision on the operation of the Company, parent company, subsidiaries, associated companies, equivalent subsidiaries, major shareholders, or authorized controllers of the Company, in the form of collective decision. This does not mean that such Independent Directors have taken part in the management.

Remarks: DEMCO Public Company Limited sets qualification of Independent Directors for Topic 1 much more intensive than the minimum requirement specified by SEC and SET.

**Articles of Association of DEMCO Public Company Limited
(relevant to the Shareholder's Meeting)**

- Article 17.** In the Meeting, the candidate for directors would be elected by major vote according to the condition and method as follows.
- (1) Each shareholder obtains 1 vote for 1 share each.
 - (2) Each shareholder may utilize all votes for a director or more. And the votes must be provided equally for the each selected directors.
 - (3) The candidate with the highest votes shall be elected for a director and the ones with higher votes in the ranking, but not exceed the required number of directors, shall be elected as well. If the candidates, having equal votes, exceed the required number of directors, the Chairman to the Meeting shall perform final decision.
- Article 19.** By every Annual General Meeting of Shareholders, one-third of the directors shall be retired. The portion nearest one-third shall be applied in case the number of the directors cannot be divided by three exactly.
- For the first two years after registered to be public company, the retired ones would be selected by random (draw lots). And after that the director with the longest tenure shall be consider retired. Anyhow, the retired directors may be re-elected to continue their offices for another term.
- Article 29.** A director is entitled to emoluments from the Company in the form of a reward, meeting allowance, remuneration, bonus or other forms of benefits pursuant to the Articles or as stipulated by the shareholders' meeting. The meeting of shareholders may prescribe a fixed amount or provide rules for making a determination, and the prescription may be applicable to a certain occasion or for an indefinite period until a subsequent alteration. In addition, a director shall receive stipends and welfare benefits pursuant to the regulations of the Company.
- Article 32.** The board of directors shall arrange for an annual general meeting of shareholders at least once a year and within 4 months from the end of the fiscal year of the Company. All other general meeting of shareholders are called "extraordinary general meeting". The board of directors may convene extraordinary general meeting of shareholders whenever they think appropriate.
- Article 33.** General activities in the Annual General Meeting of Shareholders shall be as follows;
- (1) Considering the report of Board of Director proposed to the Meeting about the Company activities in the previous year

- (2) To consider and approve the Balance Sheets and the Profit and Loss Statements
- (3) To consider for profit allocation and dividend payment
- (4) To consider and elect the directors in replacement of those retired by rotation and approve director remuneration
- (5) To approve the appointment of Auditors and the remuneration
- (6) Other activities

Article 34. In convening a shareholders' meeting, the board of directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting, as well as adequate details that clearly indicate whether such matters are proposed for acknowledgement, approval, or consideration, as the case may be; and the board of directors' opinions on such matters. The notice shall be sent to the shareholders and the Registrar not less than 7 days prior to the date of the meeting.

Article 35. In the meeting of Shareholders, shareholder may authorize a proxy to act on behalf for meeting and for vote. The proxy may not be the Shareholder of the Company. The power of attorney shall be made and signed in the form stipulated by the register officer of the Public Company Limited.

Prior the meeting, the consignee must bring the Proxy Form to the Chairman of the Board or the ones Chairman assigned to.

Article 36. At a shareholders' meeting, there shall be not less than 25 shareholders and proxies, or not less than one half of the total number of shareholders, whichever is the less, and in either case such shareholders and proxies shall hold shares altogether not less than 1/3 of the total number of share sold attending the meeting to constitute a quorum, unless otherwise stipulated by Laws.

At any shareholders' meeting, if the number of shareholders attending the meeting does not constitute a quorum within 1 hour after the appointed time, the meeting shall be cancelled if it was convened by the request of shareholders. If the meeting was not convened by the request of shareholders, the meeting shall be convened once again and the notice convening the meeting shall be sent to the shareholders not less than 7 days prior to the date of the meeting. At such subsequent meeting, a quorum is not required.

Article 37. The chairman of the board of directors shall be the chairman of the shareholders' meeting. In the event that the chairman is absent or unable to perform his/her duties, if there is a vice- chairman, the vice-chairman shall act as the chairman of the meeting. If there is no vice- chairman or there is but he/she is unable to perform his/her duties, the shareholders attending the meeting shall elect one of them to act as the chairman of the meeting. The meeting shall be performed follows the Agenda arranged before. Anyhow, the sequence may be changeable by the vote made by not less than 2/3 of the attendance.

Article 38.

Unless otherwise stipulated by this Articles of Association or the Laws, decisions or resolutions of the shareholders' meeting shall be passed by a majority of the shareholders attending and voting in the meeting.

For each vote, 1 share shall count as 1 vote. Any shareholder who has interests in any matter shall not be entitled to vote on such matter except for electing a director.

In the event of a tied vote, the chairman of the meeting shall have a casting vote.

In case of common hold in a share, an authorized representative shall be set for vote.

Vote shall be revealed unless at least 5 shareholders request and the meeting adopt, the vote can be performed secretly with the method the Chairman stipulate.

Article 39.

In the following cases, the resolutions of the shareholders' meeting shall be passed by a vote

- (1) In general case, the resolutions of the shareholders' meeting shall be passed by the majority votes of the shareholders attending the meeting and casting their votes. If the votes for "Agree" and "Disagree" are equal or tie, the one (1) vote from the Chairman would finalize the result.
- (2) In the following cases, the resolutions of the shareholders' meeting shall be passed by a vote of not less than 3/4 of the number of votes of shareholders attending the meeting and being entitled to vote in the meeting:
 - (a) A sale or transfer of all or substantial part of the Company's business to any other person;
 - (b) A purchase or acquisition of transfer of business of other companies or private companies by the Company;
 - (c) An entering into, amendment or termination of any contract relating to a lease out of all or substantial part of the Company's business;
 - (d) An assignment of the management control of the Company's business to any other person;
 - (e) A merger with any other person for the purpose of profit and loss sharing;
 - (f) An amendment to the Memorandum of Association or Articles of Association of the Company;
 - (g) An increase or reduction of the capital of the Company or an issuance of debentures;
 - (h) An amalgamation or dissolution of the Company.

Article 40.

In case of unable to finish all specified Agenda or any other additional Agenda raised by the shareholders, who hold not less than 1/3 of total share in the meeting, on the meeting date and has to postpone the meeting, the meeting shall decide and finalize for the next time and meeting place. And then Board of the Directors shall arrange for issuing new invitation letter with the Agenda and meeting place & date submitting to

shareholders not less than 7 days before the meeting date and advertisement for the news shall be made by local newspaper continuously for 3 days before the meeting date.

Article 41. The place for shareholders meeting shall be in the area which the head office or branch office of the Company is located or in a nearby province as per the Chairman or the authorized one suggest.

Article 42. The Company may offer for sale of additional shares for all or part of the new issued ones. Newly issued shares may be offered by selling to shareholders in proportion to the amount that each shareholder already has obtained or offered to the public or other persons, either in whole or in part, in accordance with the resolution of the shareholders' meeting with a vote of not less than three-fourths (3/4) of the total votes of shareholders attending the meeting and having the right to vote

Article 43. The Company shall reduce its registered capital by lowering the par value of each share or reduce the number of shares to be less. But the capital cannot be reduced to less than one quarter (1/4) of the total capital.

In the event that the Company has accumulated losses and has already compensated for the accumulated loss and still has the remaining accumulated loss, the Company may reduce its capital to less than one-fourth (1/4) of the total capital to offset the accumulated loss.

The decrease in the value of shares or the number of shares under the first paragraph or the second paragraph can be done only when the shareholders' meeting has passed a resolution to approve with a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and having the right to vote. Apply for registration must be done within fourteen (14) days from the date of the meeting's resolution.

Article 44. The shareholders' meeting may pass a resolution to reduce the capital by cutting registered shares that have not been sold or that have not yet been sold. When the meeting has passed a resolution, the Company shall register for the capital reduction within fourteen (14) days from the date of the meeting's resolution.

Article 46. Besides the resolution in the Meeting of Shareholders or the resolution of the Board of Director to pay dividend meantime, the dividend is not allowed to be paid by any reason. And the payment has to be made from the Company profit only.

A dividend shall be paid within the time period as prescribed by Laws, within 1 month from the resolution date. A written notice shall be sent to the shareholders and a notice of dividend payment shall also be published in a local newspaper for 3 days continuously.

Article 48. The board of director may pay interim dividends from time to time to the shareholders

if the Company's profit is adequate for doing so. After such dividend payment, the board of director shall then report the same to the shareholder at the next meeting.

Article 49. The dividend shall be shared equally for each share. But this shall be specified different for preferred share.

Article 50. The Company must allocate a portion of annual net profit, not less than 5 percent , as reserved funds , less the accumulated losses brought forward (if any), until the reserved fund reaches the amount not less than 10 percent of the registered capital.

With the approval of the meeting of shareholders, the company may transfer other reserved fund, legal reserved fund, and Cross section of stock value reserves to compensate the company's aggregate loss.

Article 54. The Board of Directors shall assign for the preparation of the audited company Balance sheet and Income Statement at ended accounting circle proposing to the Annual General Meeting of Shareholders to consider and approve.

Article 55. The Company shall deliver the following document to shareholders together with the invitation letters before the meeting

1. Copies of the balance sheet and the profit and loss statement which have already been audited by the auditor together with report.
2. The annual report together with the relevant document

Article 57. The Meeting of Shareholders shall consider appointing the Company's auditors annually and to fix the auditors' remuneration. The retired auditors may be appointed to continue in their office for next term.

Article 58. The auditor shall not be a director, staff, employee, or officer of any position of the company but possibly a shareholder.

Article 59. The shareholders' meeting, the board of directors' meeting, or the sub-committee meetings of a company may be held via electronic media. However, such electronic meetings must comply with the law and relevant safety standards for ensuring the security of the electronic meetings.

Article 60. The invitation to the meeting and supporting documents can be sent according to the methods, time frame, and newspaper advertisement requirements as stipulated by the law or regulations governing the meeting. The invitation and supporting documents may also be sent via electronic media such as email, unless the Company does not have the email address information of all eligible participants. In this case, the person responsible for organizing the meeting must keep a copy of the invitation and supporting documents as evidence, which may be stored in electronic form.

Article 61. The organizer of the electronic meeting must ensure that all participants identify themselves before joining the meeting via electronic media. In the case of a board of directors' meeting, directors who attend the meeting and have identified themselves through electronic media are eligible to receive meeting allowances.

- Article 62.** The organizer of the electronic meeting must ensure that all participants are able to vote, both through open voting or secret voting.
- Article 63.** In an electronic meeting, the Company must implement a written meeting control system before conducting the meeting. The organizer must ensure that a system administrator is appointed to oversee and manage the meeting system from start to finish. The system must also be capable of managing for investigation and troubleshooting for the participants through remote access.
- Article 64.** All participants in the electronic meeting must be able to view the meeting information being presented during the meeting via their own devices or communication equipment throughout the duration of the meeting.
- Article 65.** In cases of necessity or emergency, the chair-person of the meeting and/or the system administrator must be able to immediately cut off the audio and/or video signal of any participant's device in the system.
- Article 66.** The Company must ensure that minutes of the electronic meeting is prepared and that both audio and video of the participants are recorded throughout the meeting, unless it is a confidential meeting. The recordings must be in electronic format and considered as a part of the meeting report.

List of Independent Directors proposed to serve as proxies at the Shareholders' Meeting

At the 2026 Annual General Meeting of Shareholders, if any shareholder is unable to attend the Meeting in person, the shareholder may appoint any person at his/her discretion as proxy, or may appoint any one of the Company's Independent Directors to attend the Meeting and vote on his/her behalf, as listed below:

1. **Name** MR. PRIN BHOLNIVAS
Age 70 years
Position Independent Director/Chairman of Audit Committee/
 Member of Investment Committee, Member of Nomination and
 Remuneration Consideration Committee/ Member of Investment
 Committee
Address 59 Moo 1, Suan Prik Thai Subdistrict, Mueang Pathum Thani
 District, Pathum Thani Province 12000



Conflict of interest in the Agenda proposed in the meeting

- There is no conflict of interest in the agenda proposed at this Annual General Meeting of Shareholders

2. **Name** MR. MANOON MANUSOOK
Age 57 years
Position Independent Director /Chairman of Corporate Governance
 and Sustainability Committee/ Member of Audit Committee/
 Member of Corporate Risk Management Committee
Address 59 Moo 1, Suan Prik Thai Subdistrict, Mueang Pathum Thani
 District, Pathum Thani Province 12000



Conflict of interest in the Agenda proposed in the meeting

- There is no conflict of interest in the agenda proposed at this Annual General Meeting of Shareholder

Procedure for attending the shareholders' meeting via electronic meeting (E - AGM)

Shareholders or proxies who wish to attend the Meeting are required to submit the identity verification documents as specified to the Company no later than April 23, 2026. After the Company has verified and confirmed the completeness and accuracy of the information in accordance with the list of shareholders entitled to attend the Meeting as of the Record Date, the electronic meeting service provider will send the meeting access link and the user manual to the e-mail address provided to the Company. The link will be sent one (1) day prior to the Meeting date.

➤ Notification of intention to attend the Meeting via electronic means

Shareholders who wish to attend the Meeting via electronic means are required to notify their intention to attend the Meeting by one of the following two (2) methods:

1. Submission of the required information via e-mail or postal mail; or
2. Submission of the required information via the Company's website or QR Code.

➤ In the case where shareholders wish to notify their intention to attend the Meeting via electronic means (E-AGM) by e-mail or postal mail

1. Please complete the Registration Form for attending the Meeting via electronic means (E-AGM) (Attachment No. 9). Shareholders are requested to clearly specify their e-mail address and mobile phone number for the purpose of registration and access to the Meeting system.
2. Please attach copies of identification documents to verify the right to attend the E-AGM as follows:

2.1 Individual Shareholders

- In case the shareholder attends the Meeting in person via electronic means (E-Meeting):
 - A copy of a valid government-issued identification document, such as a national identification card, government officer identification card, driver's license, or passport. In the case of any change of name or surname, please attach supporting evidence. The copy must be certified true and correct by the shareholder.
- In case the shareholder appoints a proxy to attend the Meeting via electronic means (E-Meeting):
 - A completed Proxy Form attached to the Notice of Meeting, duly filled in and signed by both the grantor and the proxy, with proper duty stamp affixed;
 - A copy of a valid identification document of the grantor, such as a national identification card, government officer identification card, or passport (in the case of a foreign shareholder), certified true and correct by the grantor;
 - A copy of a valid identification document of the proxy, such as a national identification card, government officer identification card, or passport (in the case of a foreign proxy), certified true and correct by the proxy.

2.2 Corporate Shareholders

- **In case the authorized signatory of the juristic person (Director) wishes to attend the Meeting in person via electronic means (E-Meeting):**
 - A copy of the certificate of juristic person registration of the shareholder, issued not more than one (1) year prior to the date of the Shareholders' Meeting, certified true and correct by the authorized signatory of the juristic person (Director);
 - A copy of a valid identification document of the authorized signatory (Director), such as a national identification card, government officer identification card, or passport (in the case of a foreign national), certified true and correct.
- **In case the juristic person appoints a proxy to attend the Meeting via electronic means (E-Meeting):**
 - A completed Proxy Form attached to the Notice of Meeting, duly filled in and signed by the authorized signatory of the juristic person (grantor) and the proxy, with proper duty stamp affixed;
 - A copy of the certificate of juristic person registration of the shareholder, issued not more than one (1) year prior to the date of the Shareholders' Meeting, certified true and correct by the authorized signatory of the juristic person (Director);
 - A copy of a valid identification document of the authorized signatory (Director), such as a national identification card, government officer identification card, or passport (in the case of a foreign national), certified true and correct;
 - A copy of a valid identification document of the proxy, as specified for individual shareholders above.

In the event that any of the above documents or evidence is not in Thai or English, the shareholder shall provide an English translation duly certified as true and correct by the shareholder or, in the case of a juristic person, by the authorized signatory of such juristic person.

3. Submission of Documents

The notification of intention to attend the Meeting via electronic means (Item 1) together with identification documents and supporting evidence (Item 2) must be submitted to the Company no later than April 23, 2026 via the following channels:

- E-mail: corp_secretary@demco.co.th
- Postal mail: Company Secretary
DEMCO Public Company Limited
59 Moo 1, Suan Prik Thai Subdistrict,
Mueang Pathum Thani District, Pathum Thani Province 12000

➤ **In the case where shareholders wish to notify their intention to attend the Meeting via electronic means (E-AGM) through the website or QR Code**

1. Please notify your intention to attend the Meeting via Web Browser (Google Chrome) by accessing the following link:

Scan QR Code	Access to the below Link
	https://demco.thekoble.com/agm/emeeting/index/1

2. Fill in the shareholder's information:
 1. Securities Account Number
 2. First Name (without title). If the shareholder is a juristic person, this field is not required.
 3. Last Name (in the case of a juristic person, please specify the juristic person's name in this field)
 4. National Identification Card Number
 5. Attach the Company Affidavit / Certificate of Incorporation (in the case of a juristic person)
 6. Select to accept the terms and conditions and consent to the access of personal data
 7. Click "Confirm"
3. Verify the shareholder's name and number of shares. If the information is correct, please provide the following details:
 1. Full Name (in English)
 2. E-mail address (to receive the meeting access link)
 3. Mobile phone number
In case the shareholder attends the Meeting in person: please specify the shareholder's mobile phone number.
In case of proxy appointment: please specify the proxy's mobile phone number for meeting access.
 4. Select the type of meeting participation:
 - Attend the Meeting in person via E-AGM
 - Appoint a proxy to attend the Meeting via E-AGM
 - Appoint an Independent Director as proxy
 5. Click "Next"

- **In case the shareholder attends the Meeting in person via E-AGM**

Please prepare and upload the supporting documents for identity verification as follows:

1. A copy of a national identification card, passport, or other valid government-issued identification document;
2. Other supporting documents (if any), such as the Company Affidavit / Certificate of Incorporation (in the case of a juristic person);
3. Click "Next";
4. The system will display the message "Your information has been successfully submitted." Please verify your name, surname, and number of shares once again;
5. Close the window to complete the notification of intention to attend the Meeting.

- **In case the shareholder appoints a proxy to attend the Meeting via E-AGM**

Please prepare and upload the supporting documents for identity verification as follows:

1. A copy of a national identification card, passport, or other valid government-issued identification document of the shareholder;
2. Other supporting documents (if any), such as the Company Affidavit / Certificate of Incorporation (in the case of a juristic person);
3. Click “Next”;
4. Provide the proxy’s details and upload supporting documents as follows:
 - Full name of the proxy (in Thai);
 - Full name of the proxy (in English);
 - A copy of the proxy’s identification document;
 - A completed and duly signed Proxy Form;
5. Click “Next”;
6. The system will display the message “Your information has been successfully submitted.” Please verify the name, surname, and number of shares once again;
7. Close the window to complete the notification of intention to attend the Meeting.

- **In case the shareholder appoints an Independent Director as proxy**

1. Please prepare and upload the supporting documents for identity verification (same as in the case where the shareholder attends the Meeting in person);
2. Upload the completed and duly signed Proxy Form;
3. Click “Next”;
4. The system will display the message “Your information has been successfully submitted.” Please verify your name, surname, and number of shares once again;
5. Close the window to complete the notification of intention to attend the Meeting.

Note:

The system for notification of intention to attend the Meeting will be available from April 4, 2026 to April 23, 2026, or until the Meeting is completed. The system will not be available on Saturdays, Sundays, and public holidays.

➤ **Participation in the Meeting via Electronic Means (E-AGM)**

1. Once the shareholder or proxy has duly notified the intention to attend the Meeting and the information has been successfully verified, you will receive an e-mail from the E-AGM service provider containing the meeting access link and the user manual two (2) days prior to the Meeting date. Please carefully study the E-AGM user manual in advance. If you have not received such e-mail by April 24, 2026, please contact the Company immediately.
2. You are required to prepare the following information for login to the system:
 - **In case the shareholder attends the Meeting in person:**
Securities Account Number (Shareholder Registration Number) and National Identification Card Number of the shareholder.


• **In case of proxy appointment:**

National Identification Card Number and mobile phone number of the proxy.

3. The electronic Meeting and voting can be accessed via computer, notebook, tablet, or mobile phone through Web Browser: Google Chrome using 4G internet or standard home broadband internet.

**** Note:**

In case of access via tablet or mobile phone, the Zoom Cloud Meeting application must be installed prior to joining the Meeting. The application can be downloaded as follows:

iOS System	Android System
	
<p>https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307</p>	<p>https://play.google.com/store/apps/details?id=us.zoom.videomeetings</p>

4. The system will be available for access to the Meeting 120 minutes prior to the commencement of the Meeting. However, the live broadcast will begin only at the scheduled Meeting time.
5. Login to the Meeting system requires the shareholder registration number (Securities Account Number) and the shareholder’s National Identification Card Number.
6. Voting via the E-Voting system:
Shareholders may cast their vote for each agenda item by selecting one of the following options only: Approve, Disapprove, or Abstain.
In the event that no vote is cast for any agenda item, the system will automatically record the vote as “Approve” (by allocating the votes to the “Approve” option).
7. In the event of any technical difficulties or problems in using the E-AGM system, participants may contact OJ International Company Limited at the telephone number specified in the e-mail containing the E-AGM user manual.

***** This E-AGM will be conducted solely via electronic means. There will be no physical meeting venue provided. Shareholders are kindly requested not to travel to the Company’s office. *****

➤ **In case shareholders wish to appoint an Independent Director as proxy**

For shareholders who are unable to attend the E-AGM in person or are unable to appoint another person as proxy to attend the E-AGM on their behalf, and who wish to appoint an Independent Director as proxy, please submit the Proxy Form ([Attachment No. 10](#)), specifying one of the Independent Directors designated by the Company as proxy, together with supporting documents to the Company no later than **April 23, 2026** via the following channels:

- **E-mail:** corp_secretary@demco.co.th
- **Postal mail:** Company Secretary
DEMCO Public Company Limited
59 Moo 1, Suan Prik Thai Subdistrict,
Mueang Pathum Thani District,
Pathum Thani Province 12000

****Note:**

In the event that shareholders specify their voting instructions for each agenda item in the Proxy Form, the Independent Director shall vote in accordance with such instructions. For each agenda item, shareholders may cast only one vote: Approve, Disapprove, or Abstain. Split voting is not permitted (except in the case of voting by a custodian).

➤ **In the case of foreign investors who appoint a Custodian in Thailand to hold and manage their shares**

Please submit the following documents:

1. Proxy Form C (available for download from the Company’s website at <http://www.demco.co.th/investor> under “Investor Relations”), duly completed and signed by the grantor and the proxy, with a duty stamp of Baht 20 affixed;
2. A copy of the Certificate of Juristic Person Registration of the Custodian, certified true and correct by the authorized signatory of the Custodian or its authorized representative, and affixed with the company seal (if any);
3. A Power of Attorney from the shareholder authorizing the Custodian to execute the Proxy Form on his/her behalf;
4. A confirmation letter certifying that the person signing the Proxy Form on behalf of the Custodian is duly licensed to operate a custodial business;
5. A copy of the identification document of the proxy (e.g., national identification card, government officer identification card, or passport in the case of a foreign national), certified true and correct;
6. The above documents must be submitted via the following channels:
 - **E-mail:** corp_secretary@demco.co.th
 - **Postal mail:** Company Secretary
DEMCO Public Company Limited
59 Moo 1, Suan Prik Thai Subdistrict,
Mueang Pathum Thani District,

➤ **Submission of Suggestions or Questions regarding the Company’s business, industry, operating results, or any agenda items to be considered at the E-AGM**

Shareholders who wish to submit suggestions or questions may do so by either of the following two (2) methods:

1. Submission prior to the Meeting

Shareholders may submit suggestions or questions in advance via the following channels:

- **E-mail:** corp_secretary@demco.co.th
- **Telephone:** 02-959-5811 ext. 1269
- **Postal mail:** Company Secretary
DEMCO Public Company Limited
59 Moo 1, Suan Prik Thai Subdistrict,
Mueang Pathum Thani District,
Pathum Thani Province 12000

2. Submission during the Meeting

For participants attending the E-AGM, suggestions or questions may be submitted during the Meeting.

Participants must state their full name and indicate whether they are attending as a shareholder or as a proxy prior to submitting any question or suggestion.

The Company provides the following communication channels during the Meeting:

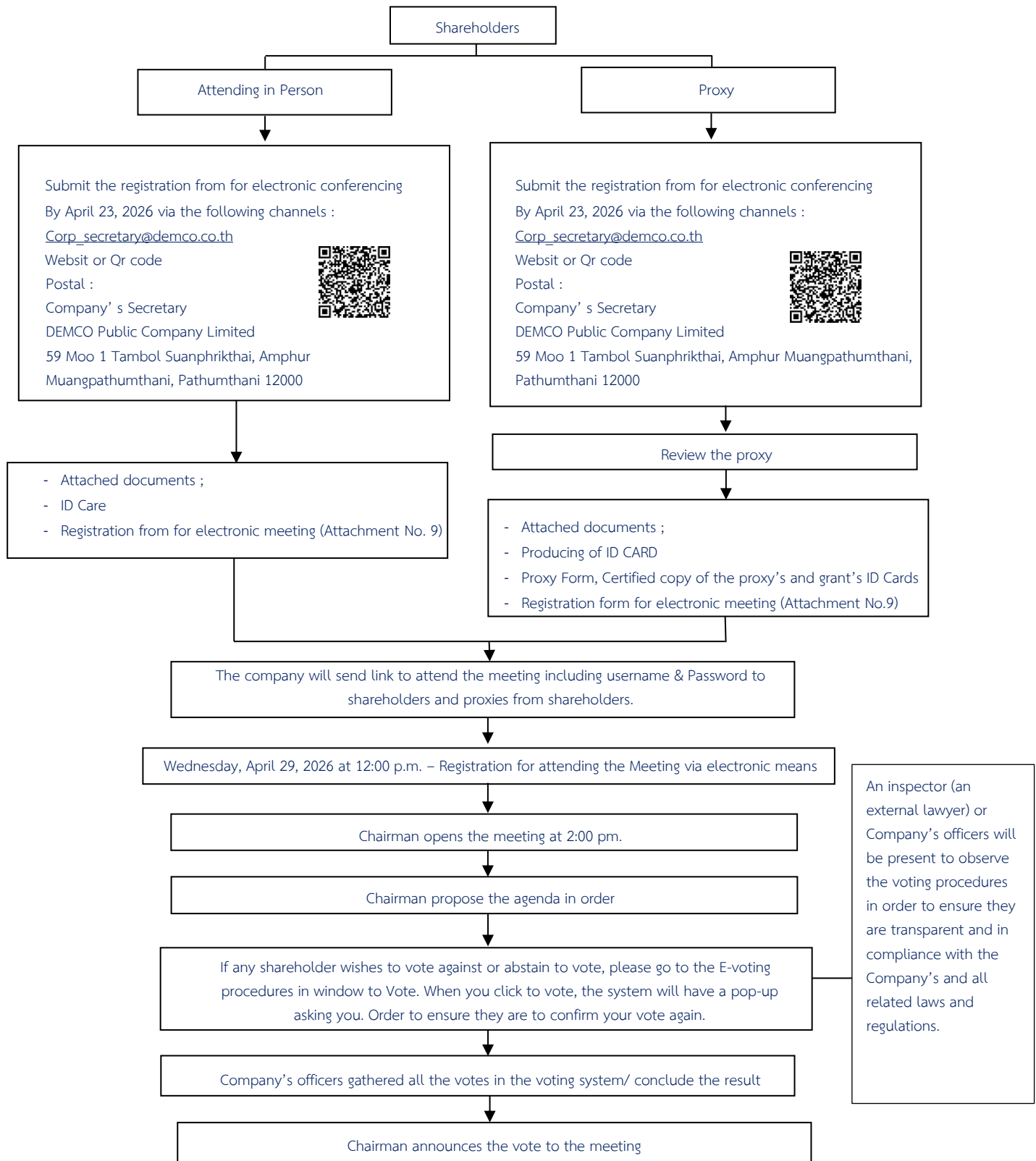
- Chat function (text messaging system);
- Voice communication channel, whereby participants may click the “Raise Hand” button and activate their microphone after receiving permission from the system administrator. Participants are kindly requested to turn off their microphone after finishing their remarks. (Further details are provided in the E-AGM user manual sent to participants via e-mail.)

Inquiries regarding the Meeting

If shareholders have any questions regarding the Meeting, please contact:

1. For matters relating to submission of identification documents for participation in the E-Meeting, please contact the Company Secretary via the contact details provided above.
2. For matters relating to the procedures for attending and voting via electronic means (E-Meeting), after identity verification has been successfully completed, please contact OJ International Company Limited (“OJ”) at the telephone number specified in the e-mail containing the E-AGM user manual, or via OJ Call Center at 02-079-1811.

Procedures for Attending the 2026 Annual General Meeting of Shareholders
via Electronic Means Wednesday, April 29, 2026
DEMCO Public Company Limited



แบบฟอร์มลงทะเบียนสำหรับการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E - AGM)

(E - AGM) Registration form for attending the E - AGM through Electronics Meeting Platform

เขียนที่.....

Written at

วันที่เดือน.....พ.ศ.....

DateMonth..... Year.....

เลขทะเบียนผู้ถือหุ้น

Shareholders' Registration No.....

ข้าพเจ้า..... หมายเลขบัตรประจำตัวประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

อีเมล.....โทรศัพท์มือถือ.....

E-mail Mobile Phone

เป็นผู้ถือหุ้นของ บริษัท เด็มโก้ จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

As a shareholder of DEMCO Public Company Limited, holding a total number of..... shares.

ข้าพเจ้าขอยืนยันเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันพุธที่ 29 เมษายน 2569 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E - AGM) กรุณาส่งลิงค์เข้าร่วมประชุมเฉพาะบุคคลสำหรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ (E - AGM) ตามกฎหมายที่เกี่ยวข้อง

I confirm to attend the meeting and reserve the right to vote in the 2026 Annual General Meeting of Shareholders held on 29 April 2026 at 02.00 p.m. Please send an individual link for me to attend the E - AGM in accordance with relevant laws.

ลงทะเบียนแจ้งความประสงค์โดยส่งแบบฟอร์มมายังบริษัท หรือโดยสแกนหรือถ่ายรูปมายังบริษัทที่ อีเมล corp_secretary@demco.co.th ภายในวันที่ 23 เมษายน 2569

Please Register via sending this filled in form to the Company by scanning or taking a photo and attach to an Email sending to Email address: corp_secretary@demco.co.th not later than 23 April 2026.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder
(.....)

(Affix 20 Baht duty stamp)

Proxy (Form A)

Issued at

Date Month..... Year.....

(1) I / We Nationality.....
Address.....

(2) being a shareholder of **DEMCO Public Company Limited “the Company”**

Holding the total number of shares and have the rights to vote equal to..... votes as follows:

ordinary share shares and have the rights to vote equal to..... votes

preference share shares and have the rights to vote equal to..... votes

(3) Hereby appoint my/our proxy from the below names and condition.

1. Name Age.....Year,
Residing at Road
Tambol/Khwaeng Amphur/Khet.....
Province Postal Code or

2. Mr. PRIN BHOLNIVAS Independent Director/Chairman of Audit Committee/Member of Nomination and
Remuneration Consideration Committee/ Member of Investment Committee
Residing at 59 Moo1 Tambol Suanphrikthai, Amphur Muangpathumthani, Age 70-Year-old
Pathum Thani Province 12000 or

3. Mr. MANOON MANUSOOK Independent Director/Chairman of Corporate Governance and Sustainability
Committee/Member of Audit Committee/Member of Corporate Risk Management Committee
Residing at 59 Moo1 Tambol Suanphrikthai, Amphur Muangpathumthani, Age 57 -Year-old
Amphur Mueang Pathum Thani Province Pathum Thani Zip Code12000

Any one of the above-mentioned persons shall be appointed as my/our sole proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders to be held on Wednesday, April 29, 2026 at 2.00 p.m. via electronic means (E-AGM), or at any adjournment thereof to any other date, time and venue.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

SignatureThe Grantor
(.....)

Signature.....The Proxy
(.....)

Remarks:

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.

Proxy (Form B)

Shareholders' Registration No.....
 Written at.....
 Date Month..... Year (B.E.).....

(1) I / We Nationality.....
 Residing at.....

(2) being a shareholder of **DEMCO Public Company Limited “the Company”**
 holding the total number of shares and have the rights to vote equal to votes as follows:
 ordinary share shares and have the rights to vote equal to votes
 preference share shares and have the rights to vote equal to votes

(3) Hereby appoint my/our proxy from the below names and condition.

1. Name Age Year,
 Residing at Road
 Tambol/Khwaeng Amphur/Khet.....
 Province Postal Code or

2. Mr. PRIN BHOLNIVAS Independent Director/Chairman of Audit Committee/Member of Nomination and
 Remuneration Consideration Committee/ Member of Investment Committee
 Residing at 59 Moo1 Road Ramgsit – Patthum Tambol Suan Prik Thai, Age 70-Year-old
 Amphur Mueang Pathum Thani Province Pathum Thani Zip Code12000 or

3. . Mr. MANOON MANUSOOK Independent Director/Chairman of Corporate Governance and Sustainability
 Committee/Member of Audit Committee/Member of Corporate Risk Management Committee
 Residing at 59 Moo1 Road Ramgsit – Patthum Tambol Suan Prik Thai, Age 57 -Year-old
 Amphur Mueang Pathum Thani Province Pathum Thani Zip Code12000

Any one of the above-mentioned persons shall be appointed as my/our sole proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders to be held on Wednesday, April 29, 2026 at 2.00 p.m. via electronic means (E-AGM), or at any adjournment thereof to any other date, time and venue.

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

Agenda 1 To consider and approve the Minutes of the 2025 Annual General Meeting of Shareholders held on April 29, 2025

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
 (b) Authorize the proxy to vote according to my/our intention as follows:
 Approve Disapprove Abstain

Agenda 2 To acknowledge the Company's Annual Performance for the year 2025

This Agenda just to be acknowledged so it's not required for vote.

Agenda 3 To consider and approve the Company's Financial Statements and the Auditor's Report for the year ended December 31, 2025

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 4 To consider and approve the omission of dividend payment for the year ended December 31, 2025

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 5 To consider and elect the Directors to replace those retiring by rotatio

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:

Appointment of each nominee to be the Board of Directors

1) Nominated Director: DR. NARONG JENNARONGSAK (Non-Executive Director)

- Approve Disapprove Abstain

2) Nominated Director: DR. BUNDIT AOWSATHAPORN (Independent Director) / Audit Committee

- Approve Disapprove Abstain

3) Nominated Director: MR. ORAND PUIPUNTHAVONG (Non-Executive Director)

- Approve Disapprove Abstain

4) Nominated Director: MR. NATHAPONG KOROM (Executive Director)

- Approve Disapprove Abstain

Agenda 6 To consider and approve the determination of Directors' remuneration for the year 2026

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 7 To consider and approve the appointment of the Company's auditor for the year ended December 31, 2026 and the determination of the audit fee for the year 2026

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve Disapprove Abstain

Agenda 8 To consider other matters (if any)

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve Disapprove Abstain

(5) Any agenda voting of the Proxy which is not complied with my intention specified herein shall not be deemed as my/our votes as a shareholder.

(6) In case I/we do not specify or clearly specify my/our intention to vote in any agenda, or there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

Signature..... The Grantor
(.....)

Signature..... The Proxy
(.....)

Remarks:

1. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
2. Either all or each nominees to be the Board of Directors may be appointed as the directors in the agenda of appointment of the Directors.
3. Either all or each nominees to be the Board of Directors may be appointed as the directors in the agenda of appointment of the Directors.

The Annex of Proxy Form B

The proxy granted in my capacity as a shareholder of **Demco Public Company Limited**

for the 2026 Annual General Meeting of Shareholders to be held on Wednesday, April 29, 2026 at 2.00 p.m., which will be conducted via electronic means (E-AGM), with the live broadcast conducted from the main conference room of Demco Public Company Limited, located at No. 59 Moo 1, Suan Prik Thai Subdistrict, Mueang Pathum Thani District, Pathum Thani Province 12000, or at any adjournment thereof to any other date, time, venue, and/or meeting format.

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

I hereby certify that the information in this continuation sheet of the proxy form is complete and accurate in all respects.

Signature..... The Grantor
(.....)

Signature..... The Proxy
(.....)

(Affix 20 Baht duty stamp)

Proxy (Form C)

Written at

Shareholders' Registration No.....

Date Month..... Year (B.E.).....

(1) I / We Nationality.....
Address.....

As a Custodian for

who is a shareholder of **DEMCO Public Company Limited “the Company”** and being

holding the total number of shares and have the rights to vote equal to votes as follows:

- ordinary share shares and have the rights to vote equal to votes
 preference share shares and have the rights to vote equal to votes

(2) Hereby appoint

1. Name Age Year,
Residing at Road
Tambol/Khwaeng Amphur/Khet.....
Province Postal Code or

2. Mr. PRIN BHOLNIVAS Independent Director/Chairman of Audit Committee/Member of Nomination and Remuneration Consideration Committee/ Member of Investment Committee
Residing at 59 Moo1 Road Ramgsit – Patthum Tambol Suan Prik Thai, Age 70-Year-old
Amphur Mueang Pathum Thani Province Pathum Thani Zip Code12000 or

3. Mr. MANOON MANUSOOK Independent Director/Chairman of Corporate Governance and Sustainability Committee/Member of Audit Committee/Member of Corporate Risk Management Committee
Residing at 59 Moo1 Road Ramgsit – Patthum Tambol Suan Prik Thai, Age 57 -Year-old
Amphur Mueang Pathum Thani Province Pathum Thani Zip Code12000

Any one of the above-mentioned persons shall be appointed as my/our sole proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders to be held on Wednesday, April 29, 2026 at 2.00 p.m. via electronic means (E-AGM), or at any adjournment thereof to any other date, time and venue.

(3) I / We would like to authorize the proxy to vote at the following pattern

- to vote with the total number of shares held by me/us to which I/we am/are entitled.
 to vote with the partial number of shares as follows;
 ordinary share shares and the voting right is votes
 preference share shares and the voting right is votes
Total number of voting right is votes

(4) I/We hereby authorize the proxy to attend and vote on my/our behalf in this meeting as follows:

Agenda 1 To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
- Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 2 To acknowledge the company's Annual Performance for the year 2025

This Agenda just to be acknowledged so it's not required for vote.

Agenda 3 To consider and approve the balance sheets and income statement with Auditor's report for the year ended December 31, 2025

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
- Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 4 To consider and approve for dividend payment omission for the Company's performance of year ended December 31, 2025

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
- Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 5 To consider and elect the Directors to replace those retiring by rotatio

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:

To approve the directors for replacement of those to be retired by rotation

1) Nominated Director: DR. NARONG JENNARONGSAK (Non-Executive Director)

- Approve..... votes Disapprove..... votes Abstain..... votes

2) Nominated Director: DR. BUNDIT AOWSATHAPORN (Independent Director) / Audit Committee

- Approve..... votes Disapprove..... votes Abstain..... votes

3) Nominated Director: MR. ORAND PUIPUNTHAVONG (Non-Executive Director)

- Approve..... votes Disapprove..... votes Abstain..... votes

4) Nominated Director: MR. NATHAPONG KOROM (Executive Director)

- Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 6 To consider and approve the determination of Directors' remuneration for the year 2026

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
- Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 7 To consider and approve the appointment of the Company's auditor for the year ended December 31, 2026 and the determination of the audit fee for the year 2026

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve..... votes Disapprove..... votes Abstain..... votes

Agenda 8 To consider other matters (if any)

- (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (b) Authorize the proxy to vote according to my/our intention as follows:
 - Approve..... votes Disapprove..... votes Abstain..... votes

(5) Any agenda voting of the Proxy which is not complied with my intention specified herein shall not be deemed as my/our votes as a shareholder.

(6) In case I/we do not specify or clearly specify my/our intention to vote in any agenda, or there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

Signature.....The Grantor
(.....)

Signature.....The Proxy
(.....)

Remarks:

1. This Proxy Form C is applicable only to shareholders whose names appear in the registration book as foreign investors and a custodian in Thailand is appointed thereof.
2. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
3. Either all or each nominees to be the Board of Directors may be appointed as the directors in the agenda of appointment of the Directors.
4. If the agendas to be considered are more than those specified above, the Grantor may use the Annex to Proxy Form C as attached.

The Annex of Proxy Form C

The proxy granted in my capacity as a shareholder of **DEMCO Public Company Limited**.

for the 2026 Annual General Meeting of Shareholders to be held on Wednesday, April 29, 2026 at 2.00 p.m., which will be conducted via electronic means (E-AGM), with the live broadcast conducted from the main conference room of Demco Public Company Limited, located at No. 59 Moo 1, Suan Prik Thai Subdistrict, Mueang Pathum Thani District, Pathum Thani Province 12000, or at any adjournment thereof to any other date, time, venue, and/or meeting format.

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

Agenda Subject

- (a) the proxy is entitled to consider and vote on my/our behalf as deemed appropriate.
- (b) the proxy shall vote according to my intention as follows:
- Approve Disapprove Abstain

I hereby certify that the information in this continuation sheet of the proxy form is complete and accurate in all respects.

Signature.....The Grantor
(.....)

Signature..... The Proxy
(.....)

Privacy Notice for the Annual General Meeting of Shareholders for the Year 2026

DEMCO Public Company Limited ("the Company") inform the shareholders, proxy holders and referred persons of our compliance with the Personal Data Protection Act B.E. 2562 (the "PDPA") as follows.

1. Personal Data Collected

It is necessary for the Company to collect your personal data i.e. name, surname, address, telephone number, photo, identification number, shareholder registration number and information related to the use of electronic systems such as email and IP Address in case of online meeting.

For the purpose of identity verification, we may request copy (ies) of your identification document such as identification card or other document which may contain sensitive personal data such as religion. We, therefore, request you to redact such sensitive personal data. Otherwise, you authorize us to redact such sensitive personal data. In any case, the relevant personal identification document remains in full force and effect. In the event that we are unable to redact such sensitive personal data due to restrictions, we reaffirm that the sole purpose hereof is identity verification and that we have no intention to collect or use any such sensitive personal data.

The Company will record and broadcast the meeting for yours and our legitimate interests.

2. Collection of Personal Data

In the direct collection of your personal data, we will use the personal data only as necessary and in accordance with the specified purposes.

In addition, we may, only as necessary and in accordance with law, collect your personal data from other sources i.e. securities registrars or Thailand Securities Depository Co., Ltd. (TSD).

3. Purposes for the Collection, Use and Disclosure of Personal Data

The Company collect, use, and disclose your personal data for the purposes of calling and convening the Annual General Meeting of Shareholders for the Year 2025 only as required by law. Therefore, we will collect, use, and disclose your personal data and the referred person such as director without your consent as authorized by the PDPA, for the legitimate interests of the Company or any other persons or juristic persons and for compliance with law to which we are subjected.

4. Personal Data Retention Period

The Company will retain your personal data only for the duration necessary for the purposes specified in this Privacy Notice under appropriate and strict security measures.

In the case that it is not possible to specify the personal data retention period, the Company will retain the personal data as may be expected per data retention standards such as the longest legal prescription of 10 years.

5. Your Rights as a Data Subject

You have the rights as stipulated in the PDPA i.e. right to withdraw your consent; right to access, copy and disclosure of how we collect your personal data; right to correct, delete, destroy or anonymize personal data; right to request suspension of the processing of personal data; right to transfer personal data; right to complaint non-

compliance with law, right to dissent to the processing or disclosing of personal data and right to be informed of changes to this Privacy Notice.

6. Disclosure of Personal Data to Third Party

The Company may be required to disclose personal data to other persons or juristic persons or regulatory authorities as necessary in connection with the purposes contained herein such as technology service provider, regulators or government agencies or by the order of regulatory officials.

The Company may also disclose your personal data to the public as required by law or by good corporate governance principles, such as in the Minutes of Annual General Meeting of Shareholders.

7. Contact channels

Enquiries or questions on the personal data protection can be addressed to the following channels: **DEMCO Public Company Limited** 59 Moo 1 Tambol Suanphrikthai, Amphur Muangpathumthani, Pathumthani 12000
e-mail: corp_secretary@demco.co.th

You can also contact our Data Protection Officer (DPO) at : DPO@demco.co.th