

Minutes of the Annual General Meeting of Shareholders 2026

Wednesday 8 April, 2026 Time. 10.00 AM.

39/1 Moo 1, Chonprateep Building Chonpratheep Room 2nd Floor, Sukhumvit Rd, Huay Kapi, Muang, Chonburi

Meeting type: Full Physical Meeting

Started 10.00 AM.

Introduced the company directors, executives, certified public accountants, and legal advisors who were attending the meeting today.

The chairman of the ceremony then gave a welcoming speech to the attendees as follows:

• Company Board of Directors / 7 members

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| 1. Mr. Artit Teepakronsuksasem | Chairman of the Board of Directors / Director |
| 2. Mr. Rungsee Teepakronsuksasam | Managing Director / Director / Vice Chairman |
| 3. Ms. Jaranee Jangsombatsiri | Asst. Managing Director / Director |
| 4. Mr. Surapon Tirmariyabuit | Director |
| 5. Ms. Tida Thammasaroj | Independent Director / Chairman of the Audit Committee |
| 6. Lt. Somkuan Suthamno | Independent Director / Audit Committee |
| 7. Mr. Somchai Lerdsakviman | Independent Director / Audit Committee |

• The Company Executive Committee / 8 members

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| 1. Mr. Rungsee Teepakronsuksasam | Dputy Chairman of the Board of Directors / Managing Director / Executive Committee / Chairman of the Executive Committee |
| 2. Ms. Jaranee Jangsombatsiri | Asst. Managing Director / Executive Committee |
| 3. Ms. Somnuek Chaithanakulmongkol | Executive Committee / Factory Department Manager |
| 4. Ms. Phankamol Phaothai | Executive Committee / Accounting and Financial Department Manager |
| 5. Mr. Chinnadeth Sirovetnukul | Executive Committee / Marketing and Sales Department Manager |
| 6. Miss Chutikarn Thonglom | Executive Committee / Human Resources Department Manager and General Manager |
| 7. Miss Jaruan Khangthong | Executive Committee / Purchasing Department Manager |
| 8. Mr. Chaturong Thongchua | Executive Committee / Marketing and Business Development Manager |

• Risk Management Working Group

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| 1. Mr. Rungsee Teepakronsuksasam | Chairman of Risk Management |
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• The company's top executive

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| 1. Mr. Rungsee Teepakronsuksasam | Managing Director / Chairman of the Executive Committee |
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• The company's chief financial officer

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| 1. Ms. Phankamol Phaothai | Executive Committee / Accounting and Financial Department Manager |
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• Certified public accountants and Legal advisors. / Observer in the Meeting

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|----------------------------|---|
| 1. Mr. Akradech Pliansakul | C.P.A. Registration No. 5389 |
| 2. Mr. Daorit Thongnim | Legal Advisor / Daorit & Associates Co., Ltd. |

Informed the meeting of today's agenda, voting procedures, and vote counting methods as follows:

• **The meeting agenda is as follows:**

Agenda 1	The chairman informed the public of the terms, conditions, rules, voting procedures, and vote counting.
Agenda 2	To consider and certify the minutes of the Annual General Meeting of Shareholders 2025.
Agenda 3	To acknowledge the Board of Director Report for the Company's 2025 performance.
Agenda 4	To consider and approve the Financial Statements for the year 2025 ended December 31, 2025 and to acknowledge the auditor's report from approval auditor.
Agenda 5	To consider and approve the allocation of the 2025 net profit ending December 31,2025 as a legal reserve.
Agenda 6	To consider and approve the dividend payment for the year 2025
Agenda 7	To consider and approve the re-election of Directors to replace those retirements by rotation for 2026.
Agenda 8	To consider and approve the remuneration of directors and audit committee for the year 2026.
Agenda 9	To consider and approve the appointment of auditor and setting the audit fee for the year 2026.
Agenda 10	consideration and approval of the amendment to the Company's Objective No. 37-65 and the amendment to Article 3 of the Memorandum of Association.
Agenda 11	The chairman informed the public of the terms, conditions, rules, voting procedures, and vote counting.

Mr. Phuttiwat Umnuayswad, ("Company Secretary"), hereby explains the details of registration and vote counting at the Annual General Meeting of Shareholders.

The Company has implemented a barcode system to facilitate the meeting, significantly reducing the time required for vote counting on each agenda item. OJ International Co., Ltd. has been assigned to handle this process. The system will immediately display the vote counts for shareholders on each voted agenda item, outlining the voting methods and procedures for the Annual General Meeting of Shareholders.

- Voting will be conducted using ballot papers provided by the staff during registration prior to the meeting. Each shareholder has a number of votes equal to the number of shares held, with 1 share equivalent to 1 vote. For proxies whose votes have already been cast by a shareholder using a proxy form, indicated as agreeing, disagreeing, or abstaining on each agenda item, the company will respect the shareholder's wishes. Proxies will not be entitled to vote again at the meeting. To cast their vote, shareholders should mark their ballot in one of the designated boxes: agree, disagree, or abstain. If a shareholder marks more than one box or crosses out any ballots,
- To allow shareholders to ask questions and express their opinions at the meeting, after the directors have finished explaining each agenda item, the Chairman, or his/her designated representative, will answer questions submitted in writing at the registration desk and at the staff stationed in the meeting room. To ensure a concise meeting, the company will answer only the most important questions related to that agenda item. We will not read all questions here; remaining questions will be answered on the company's website later.
After answering questions, the Chairman will ask shareholders to cast their votes. Shareholders who disagree with the proposal presented by the board or wish to abstain from voting on that agenda item should raise their hand. a company representative will then collect their ballots.
 - If no shareholder disagrees with the Board's opinion, i.e., disagrees or wishes to abstain, the Chairman will proceed to the next agenda item, considering that the shareholders have unanimously agreed with or approved the Board's proposal. The company will display the vote count for each agenda item.
 - If any shareholder disagrees with the Board's proposal or wishes to abstain from voting on any agenda item, the Chairman will ask that shareholder to raise their hand and hand over the voting ballot provided during registration for that specific agenda item to a company staff member. This ballot will then be tallied, including votes for, against, abstentions, and invalid ballots, and the results will be announced to the meeting. In tallying the votes, the company will deduct votes against or abstaining from the total votes.

- For proxy shareholders, who have specified their voting preferences for each agenda item in their proxy form, the company has already counted their votes from the proxy form for their convenience. Proxies will not have the right to vote at the meeting.
- Shareholders can check the quorum and the voting results of closed agenda items at any time during the meeting. To keep shareholders informed, the company will publish the meeting minutes. And a video of the meeting will be available on the company's website within 14 days of the meeting date, so that shareholders can verify its accuracy.

The meeting facilitator will explain the quorum count as follows:

According to the Public Limited Company Act B.E. 2535, Section 103, "Unless otherwise provided by this Act, a quorum shall be met for a shareholders' meeting, which must consist of at least twenty-five shareholders and their proxies (if any), or at least half of the total number of shareholders, and the total number of shares counted shall be at least one-third of the total issued shares."

Articles of the Company's Regulations, Section 33, "A quorum shall be met for a shareholders' meeting, which must consist of at least twenty-five (25) shareholders and their proxies (if any), or at least half of the total number of shareholders, and the total number of shares counted shall be at least one-third (1/3) of the total issued shares."

The meeting administrator informed the meeting that there are currently 9 shareholders attending in person and 20 shareholders attending by proxy, totaling 29 shareholders. This represents a total of 722,291,929 shares, equivalent to 69.3467% of the total issued shares as of the Record Date of March 3, 2026, which lists 1,041,566,639 shares, thus constituting a quorum as per Section 103 of the Public Company Limited Act B.E. 2535 and Article 33 of the Company's Articles of Association. In accordance with Section 104 of the Public Company Limited Act and Article 37 of the Company's Articles of Association, which states that "The Chairman of the Board shall preside over the shareholders' meeting", Mr. Artit Teepakrongsukasem, Chairman of the Board, is hereby invited to open the 2026 Annual General Meeting of Shareholders of Smart Concrete Public Company Limited ("the Company") to consider the various matters contained in the invitation letter for the Annual General Meeting of Shareholders, the agenda and supporting documents of which the Company has published on the Company's website. Since April 30, 2026, and the invitation letter for the Annual General Meeting of Shareholders with a QR Code has been sent to shareholders on March 2, 2026.

Mr. Artit Teepakrongsukasem, Chairman of the Shareholders' Meeting ("Chairman"), opened the meeting and welcomed shareholders, proxies, and participants to the 2026 Annual General Meeting of Shareholders. He then instructed the master of ceremonies and company secretary to proceed with the meeting procedures.

Following this, the company secretary invited the chairman to proceed with the agenda. The chairman stated that from September 1, 2025 to November 30, 2025, the company had given shareholders the opportunity to propose agenda items for the 2026 Annual General Meeting in advance, along with guidelines for proposing agenda items, via the website of the Stock Exchange of Thailand and the company's website. However, no shareholders proposed any agenda items for the Board of Directors to consider and include in this Annual General Meeting. Therefore, the meeting commenced with agenda item 1.

AGENDA 1 : Chairman’s Report.

- **Resolution :** The meeting resolved to acknowledge the matter as reported by the chairman.
- **Voting requirement :**
This agenda is for acknowledgment, does not require shareholders’ votes.

AGENDA 2 : To consider and certify the minutes of the 2024 annual general meeting of Shareholders.

The Chairman stated that the company held its Annual General Meeting of Shareholders for 2025 on April 22, 2025 and that the minutes of the meeting have been prepared accurately and completely. A copy of the minutes of the 2025 Annual General Meeting of Shareholders is included in the notice of invitation to the meeting. Therefore, the meeting is requested to approve the minutes of the 2025 Annual General Meeting of Shareholders.

The Chairman then provided an opportunity for the meeting to ask further questions regarding the minutes of the 2022 Annual General Meeting of Shareholders, which was held on April 22, 2025. Since no shareholders had any questions or comments, the meeting was requested to consider and approve the minutes of the 2025 Annual General Meeting of Shareholders held on April 22, 2025.

- **Resolution:** The meeting unanimously approved the minutes of the Annual General Meeting of Shareholders for the year 2025, which was held on April 22, 2025, with the following votes:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	722,291,929	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				



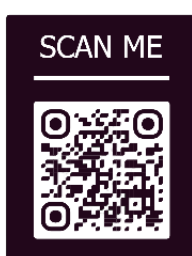
- **Voting requirement :**

This agenda must be certified by a **majority vote of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 3 : Acknowledged the Board of Directors’ report on performance for the year 2025.

To acknowledge the Board of directors’ Report on the Company’s 2025 performance, the 2025 Annual Report (56-1 e-one report)

The Managing Director presented a summary of the 2025 operating results, as shown in the 2025 Annual Information Disclosure (56-1 e-One Report), and discussed the 2025 operating results and changes in the financial statement, along with explanations and reasons. He also outlined the 2026 plans and forecasts for the lightweight concrete block industry in 2026, including supporting factors. Furthermore, he assigned Mr. Chinnadeth Sirovetnukul (Executive Director / Sales and Marketing Manager) to present the factors positively and negatively impacting operations in 2025.



Annual Report (56-1 e-one report) 2026

• **Supporting Information:**

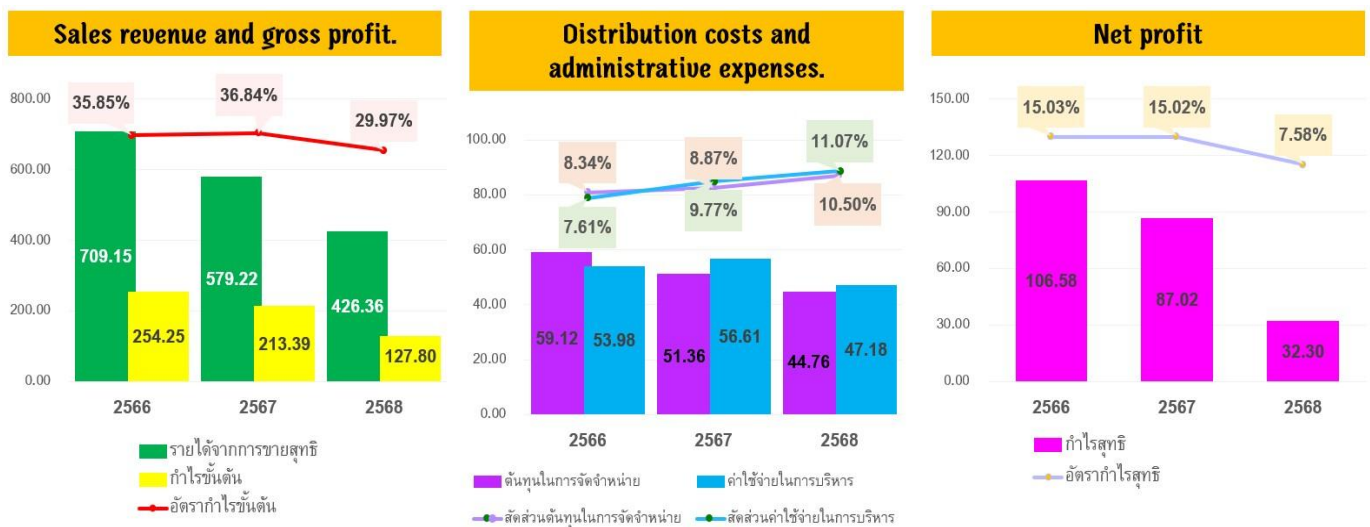
Annual Information Disclosure Form (56-1 e-One Report) for the year 2025,

which summarizes the key aspects of the financial statements compared to the previous year as follows:

Financial Statements and Comprehensive Income Statement	2026		2025		Increase / (Decrease)	
	Million Baht	%	Million Baht	%	Million Baht	%
Sales revenue - net	426.36	100.00%	579.22	100.00%	-152.86	-26.39%
Total sales revenue	426.36	100.00%	579.22	100.00%	-152.86	-26.39%
Cost of sales	298.57	70.03%	365.83	63.16%	-67.26	-18.39%
Total cost of sales	298.57	70.03%	365.83	63.16%	-67.26	-18.39%
Gross profit	127.80	29.97%	213.39	36.84%	-85.59	-40.11%
Other income	6.57	1.54%	6.32	1.09%	0.25	3.96%
Profit before operating expenses	134.37	31.52%	219.71	37.93%	-85.34	-38.84%
Distribution costs	44.76	10.50%	51.36	8.87%	-6.6	-12.85%
Administrative expenses	47.18	11.07%	56.61	9.77%	-9.43	-16.66%
Profit from operating activities	38.69	9.07%	107.86	18.62%	-69.17	-64.13%
Financial costs	1.29	0.30%	1.45	0.25%	-0.16	-11.03%
Profit before income tax expense	41.15	9.65%	110.28	19.04%	-69.13	-62.69%
Income tax expense	8.84	2.07%	23.27	4.02%	-14.43	-62.01%
Profit for the year	32.30	7.58%	87.02	15.02%	-54.72	-62.88%

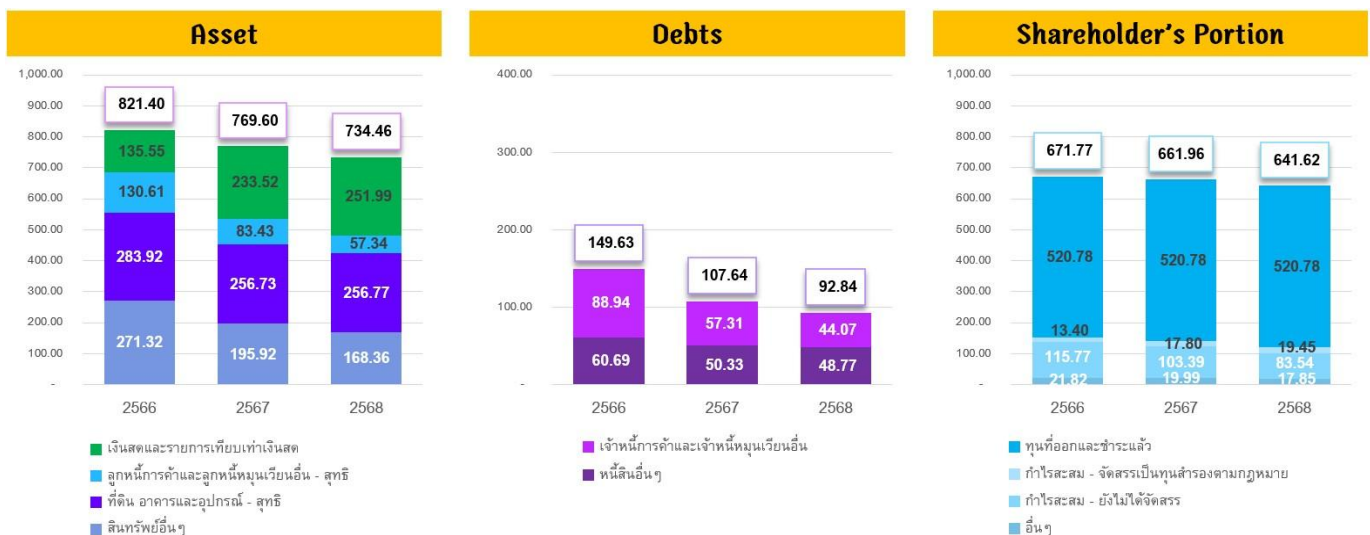
The Managing Director presented the following management report, explanation, and analysis:

1. Company Performance Results.



- Assets decreased from 769.60 million baht to 734.46 million baht, or a decrease of 26.39 percent compared to the previous year. The decrease in sales is mainly due to the slowdown in the real estate sector, causing real estate developers to delay project launches. This resulted in a decrease in order volume coupled with a reduction in selling prices.
- Gross profit decreased to 127.80 million baht, in line with the decrease in revenue. The gross profit margin for 2025 is 29.97%, a decrease compared to the previous year due to factors related to the selling price of goods.
- Distribution costs in 2025 decreased by 6.60 million baht, or a decrease of 12.85 percent, due to reduced transportation costs to customers, which is consistent with declined sales volume.
- Administrative expenses in 2025 decreased by 9.43 million baht, or 9.43%, due to reduced employee expenses and social contributions.
- Net profit in 2025 decreased by 54.72 million baht, or 62.88%, following the decrease in sales volume and selling prices as previously reported.

2. Changes in the financial position.



- Assets decreased from 769.60 million baht to 734.46 million baht, primarily due to a decrease in trade receivables reflecting lower sales.
- Liabilities decreased from 107.64 million baht to 92.84 million baht, mainly due to a decrease in trade payables and other current liabilities.
- Shareholders' equity decreased by 35.14 million baht, primarily due to lower operating results and dividend payments.
- The D/E Ratio is 0.14. The company has a relatively low debt-to-equity ratio due to sufficient operating liquidity, thus avoiding borrowing from financial institutions and other parties. Furthermore, shareholders' equity has continuously increased due to strong operating performance.

3. Factors affecting operations, both positively and negatively, in 2025.

➤ Positive Factors:

- Integrated rail and road network infrastructure projects improve travel, goods transportation, and employment.
- Expansion of industrial estates and data centers increases demand for housing, from construction to operation.
- Tariffs attract well-known foreign companies to open branches in Thailand, such as EV manufacturers and chip manufacturing plants, increasing demand for building construction and public utilities.
- Recovery of the tourism and real estate sectors.
- Growth of high-rise buildings along the Skytrain lines.
- Interest rates are expected to remain stable or decrease.
- Energy-efficient products cater to environmentally conscious consumers and those who value ESG (Environmental, Social, and Governance) organizations, especially younger generations.
- The country has friendly people, abundant food, good healthcare and education systems, a low cost of living, and well-developed infrastructure, making it an attractive destination for retired expats and those seeking a second home to mitigate risks related to war and geopolitics.

➤ Negative factors for the year 2025, continuing into the first quarter of 2026.

- Household debt
- Uncertain tariffs
- Geopolitics; border warfare between countries
- Tighter bank lending
- Declining population

The Managing Director then opened to express opinions and/or ask further questions regarding this agenda item.

Ms. Chutima Pongseni (representative from the Thai Investors Association) inquired about the 2025 financial statement, which shows a 63% decrease in profit compared to the previous year. She asked for clarification on which factor, external or internal, carries greater weight, and what risk control measures the company has in place for 2026.

➤ The Chairman has assigned to the Executive Committee / Marketing and Sales Dept. Manager to answer questions. Mr. Chinnadeth Sirovetnukul, explained that the External factors outweighed the other factors, causing the 2025 financial figures to decrease compared to the previous year.

- Household debt, Uncertain tariffs, Geopolitics; border warfare between countries, Tighter bank lending, Declining population

Key approaches to financial risk management:

- Risk assessment: Identify potential financial risks such as default risk, liquidity risk (insufficient cash), exchange rate risk, or interest rate risk.
- Liquidity management: Establish emergency reserves to cope with unforeseen circumstances.
- Continuous monitoring: To ensure organizations or individuals achieve their financial goals and minimize potential losses.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item. comments and therefore requested a vote.

- **Resolution :** The meeting resolved to acknowledge the matter as reported by the chairman.
- **Voting requirement :**

This agenda is for acknowledgment, does not require shareholders' votes.

AGENDA 4 : To consider and approve the financial statements for the year 2025 ended December 31, 2025 and acknowledge the certified auditor’s report.

The Managing Director proposed that the meeting consider and approve the company's financial statements and comprehensive income statement for the year ended December 31,2025, and acknowledge the report of the certified public accountant, which has been reviewed by the Audit Committee and the Board of Directors, and has been audited and commented on by the certified public accountant. The financial statements are included in the Annual Information Disclosure (56-1 e-One Report) for the year 2025, which was sent to shareholders along with the meeting invitation letter.

• Supporting Information:

In accordance with the Public Company Limited Act B.E. 2535 (1992) and the company's regulations, the Board of Directors is required to prepare financial statements as of the end of the company's accounting period and submit them to the Annual General Meeting of Shareholders for consideration and approval. The company's financial statements for the year 2025 have been audited by a certified public accountant, the Audit Committee, and the Board of Directors.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item.

However, no shareholders wished to express further comments and/or questions, so the meeting was asked to vote.



Company Financial Statements for the year ended
December 31, 2025
and Report of the Certified Public Accountant.

Approved by unanimously vote with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
	Count	Percentage	Count	Percentage
Approved	722,291,929	100%	Equivalent to	100%
Disapproved	0	0%	Equivalent to	0%
Abstained	0	0%	Not counted as vote	
Voided	0	0%	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				

• Voting requirement :

This agenda must be certified by a **majority vote of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 5 : To consider and approve the allocation of the net profit of 2025 ended December 31, 2025 as a legal reserve.

The Managing Director proposes that the meeting consider and approve the allocation of net profit as legal reserves for the operating results for the year ended December 31, 2025, as detailed below:

• **Supporting Information:**

According to the Public Limited Company Act B.E. 2535, Section 116, and the company's regulations, the company is required to allocate annual net profit as a legal reserve at a rate of not less than 5% of the annual net profit less any accumulated losses brought forward (if any), until the reserve amounts to not less than 10% of the registered capital, which the Board of Directors has considered and deemed appropriate for shareholders to approve the allocation of the 2025 net profit as a legal reserve.

Description	For the year ended December 31, 2025 (Unit: Baht)
Net Profit for the year 2025	87,017,999.26
Statutory Reserves as of January 1, 2025	13,400,000.00
Allocation of Legal Reserves in 2025	4,400,000.00
Statutory Reserves as of December 31, 2025	17,800,000.00
Registered Capital as of December 31, 2025	520,783,319.50
Percentage of Legal Reserves to Registered Capital as of December 31, 2025	3.42
Percentage of Legal Reserves Allocation to Net Profit for the year 2025	5.06

The Managing Director then opened the floor for shareholders to express their opinions and/or ask questions regarding this agenda item. It appeared that no shareholders wished to express further opinions and/or ask questions, therefore, a vote was requested.

• **Resolution :** Approved by unanimously vote with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	722,291,929	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				

• **Voting requirement :**

This agenda must be certified by a **majority vote of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 6 : To consider and approve a dividend payment for the year 2025.

The Managing Director proposes that the meeting consider and approve the payment of dividends for the year 2025 as detailed below:

- **Supporting Information:**

Approval of the payment of a cash dividend for the year 2025 at a rate of 0.0675 baht per share, totalling 70,305,748.13 baht. This represents a dividend payout ratio of 229.37% of the annual net profit after deducting legal reserves, which is in line with the company's dividend policy of paying out at least 40% of the annual net profit after deducting legal reserves. The Record Date for determining eligible shareholders is April 21,2025, and the payment date is May 5,2026. This dividend payment is from net profit.

- **Comparative data on dividend payout ratios (PAR value 0.50 baht per share).**

Payments Annual / Interim Dividends	Dividend payout rate per share (Baht) (PAR value 0.50 Baht per share)	Amount Total dividend paid (million baht)	Net profit for the year (million baht)	Net profit for the year (million baht)	Deduct legal reserves. (Million Baht)	Net profit for the year after deducting accumulated losses and reserves (million baht)	Percentage of dividend payments (%)
Pay dividends 2023	0.0912	94.990	106.581	104.871	5.400	101.181	93.88%
Pay dividends 2024	0.0485	50.516	87.018	85.180	4.400	82.618	61.14%
Pay dividends 2025	0.0675	70.305	32.302	30.168	1.650	30.652	229.37%

The chairman then opened to express opinions and/or ask further questions regarding this agenda item.

Ms. Chutima Pongseni (representative from the Thai Investors Association) inquired about

Given the continuous decline in retained earnings over the past three years, if profits do not recover as expected in 2026, will the company continue its dividend payment policy at this rate or will it consider any adjustments?

➤ The Chairman assigned the Managing Director to answer the questions.

Mr. Rangsee Teepakrongsukasem explained that the dividend payment policy for 2026 will consider factors affecting dividend policy, such as financial liquidity, inflation, and the stability of the company's profits, as the main considerations. These will be reviewed in conjunction with the circumstances of 2026.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item. comments and therefore requested a vote.

- **Resolution :** Approved by unanimously vote with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
	Count	Percentage	Count	Percentage
Approved	722,291,729	100%	Equivalent to	100%
Disapproved	0	0%	Equivalent to	0%
Abstained	200		Not counted as vote	
Voided	0		Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,729 votes.				

• **Voting requirement :**

This agenda must be certified by a **majority vote of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 7 : To consider and approve the appointment of directors in place of directors who retired by rotation for the year 2026.

The Managing Director proposed that the meeting consider and approve the appointment of two directors:

- 1) Ms. Tida Thammasaroj Independent Director / Chairman of the Audit Committee
- 2) Mr. Surapon Tirmariyabuit Director

Those who were board members whose terms had expired were reappointed to their positions for another term.

• **Supporting Information:**

According to the Public Company Limited Act, Section 71, and the Company's Articles of Association, Article 15, directors must retire at the end of their term at the annual general meeting of shareholders, at a rate of one-third of the total number of directors. Directors who retire may be re-elected to their positions. At the 2025 annual general meeting of shareholders, there are 2 directors whose terms are expiring.

- 1) Ms. Tida Thammasaroj Independent Director / Chairman of the Audit Committee
- 2) Mr. Surapon Tirmariyabuit Director

- The company has given shareholders the opportunity to propose agenda items for the Annual General Meeting and nominate individuals for election as company directors. Annual General Meeting 2026, From September 1, 2025 to November 30, 2025 (3 Months) :

- No shareholders nominated individuals for election as company directors. -

• **Company Board's Opinion:**

The Company Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for approval the appointment.

- 1) Ms. Tida Thammasaroj Independent Director / Chairman of the Audit Committee
- 2) Mr. Surapon Tirmariyabuit Director

The individual is re-elected for another term because they possess the knowledge, skills, and experience in various fields that are beneficial to the company, and they fully meet the qualifications under the Public Company Limited Act, the Securities and Exchange Commission regulations, other relevant laws and regulations. Furthermore, the first-ranked individual retains the qualifications of an independent director and can provide independent opinions regarding the performance of duties by the audit committee.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item.

Ms. Chutima Pongseni (representative from the Thai Investors Association) inquired about the following: According to the CG Code, independent directors should not hold office for more than 9 years. However, since some directors have served for extended periods (e.g., Ms. Tida Thammasaroj, who has served continuously for 13 years), what process does the board use to assess their independence, and is there a succession plan?

➤ The Chairman assigned the Managing Director to answer the questions.

Mr. Rangsee Teepakrongsukasem explained that the company currently has a succession plan and an annual review of directors' independence assessment. However, the company has not yet found suitable candidates with the same knowledge, skills, and experience as you, and therefore continues to use the current board of directors.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item. comments and therefore requested a vote.

• **Resolution :**

7.1 Approved by majority vote to appoint – Ms. Tida Thammasaroj ; Independent Director / Chairman of the Audit Committee with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	722,051,729	votes,	Equivalent to	100%
Disapproved	200	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 28, representing a total of 722,051,929 votes.				



7.2 Approved by majority vote to appoint – Mr. Surapon Tirmariyabut ; Director with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	717,291,729	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 28, representing a total of 717,291,729 votes.				



• **Voting requirement :**

Refer to the Articles of Association of Smart Concrete Public Company Limited clause 34 stated that 1 (one) share equals 1 (one) vote for appointing each director individually. This agenda must be approved by a **majority of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 8 : To consider and approve the remuneration to the board of directors and audit committee for the year 2026.

The Managing Director proposes that the meeting consider and approve the remuneration of the company directors and audit committee members for the year 2025.

The details are as follows:

• **Supporting Information:**

According to the Public Company Limited Act and the company's regulations, the Annual General Meeting of Shareholders is required to consider and approve the remuneration of the company directors and audit committee members. In determining the remuneration of the company directors and audit committee members, the Board of Directors has considered the criteria and procedures for proposing remuneration, taking into account the appropriateness to the duties and responsibilities of the directors.

The company's performance is aligned with the current economic conditions, and the Board of Directors has set the annual compensation for 2026 at the same level as in 2025, with the following details:

1. Meeting Allowance

Positions:	Meeting allowance (Baht)	Number of directors (people)	Number of meetings (Maximum)	Total annual maximum (Baht)
Chairman of the Board	20,000	1	10	200,000
Board Member	10,000	6	10	600,000
Chairman of the Audit Committee	20,000	1	10	200,000
Audit Committee Member	10,000	2	10	200,000
Total				1,200,000

2. Board of Directors' Remuneration

The board of directors' remuneration is based on the company's performance each year but not exceeding 2,000,000 baht. The Chairman of the Board of Directors has the authority to allocate this amount to each director.

3. Other Benefits - (None)

- The director's remuneration shall be effective from January 1, 2026 onwards. –

The chairman then opened to express opinions and/or ask further questions regarding this agenda item. comments and therefore requested a vote.

• **Resolution :** Approved by unanimous vote with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	722,291,929	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				

• Voting requirement :

This agenda must be certified by **Not less than two-third (2/3) of the total votes of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 9 : To consider and approve the appointment of external auditors, and set the audit fee for the year 2026.

The Managing Director proposes that the meeting approve the appointment of Mr. Methee Rattanasrimetha, Certified Public Accountant (Registration No. 3425), or Ms. Manthana Suphanurak, Registration No. 4151, or Mr. Akradech Pliansakul, Certified Public Accountant (Registration No. 5389), or Ms. Korntip Wanichwisetsakul, Registration No. 6947, of MR & Associates Co., Ltd., as the company's auditor. One of these auditors shall conduct the audit and express an opinion on the company's financial statements. In the event that the aforementioned certified public accountants are unable to perform their duties, MR & Associates Co., Ltd. may provide another certified public accountant from the company. The total remuneration shall be **1,210,000 baht.**

• **Supporting Information:**

The Board of Directors has considered the proposal of the Audit Committee regarding the selection of the company's auditor. The Board has considered the appointment of the company's auditor for the accounting period ending December 31, 2025, and determined the auditor's remuneration. The company has reviewed the auditor's background and work experience and found them to be knowledgeable, capable, and independent. The Audit Committee has proposed appointing Mr. Methee Rattanasrimetha, Certified Public Accountant, Registration No. 3425; Ms. Manthana Suphanurak, Registration No. 4151; Mr. Akradech Pliansakul, Certified Public Accountant, Registration No. 5389; or Ms. Korntip Wanichwisetsakul, Registration No. 6947, of MR & Associates Co., Ltd., as the company's auditor. One of them will conduct the audit and express an opinion on the company's financial statements. In the event that the aforementioned Certified Public Accountant is unable to perform the work, MR & Associates Co., Ltd. may provide another Certified Public Accountant from MR & Associates Co., Ltd. in their place. The total remuneration will be determined accordingly.

• **Auditor's remuneration as per the following table.**

Description	2026 (Baht)	2025 (Baht)	Increase (Baht)
Quarterly Review Fee	Quarter 145,000	Quarter 145,000	-
Total Review Fee	435,000	435,000	-
(3 Quarters)	775,000	775,000	-
Annual Audit Fee	-	-	-
(Audit Fee)	1,210,000	1,210,000	-

• **The following is a record of the signatures of certified public accountants:**

List of Certified Public Accountants who have signed off on accounting periods totaling 9 years, including the current accounting period.	License plate number	Accounting year, signed.	Total number of consecutive years of signing (years) Total accounting period, current
Ms. Waraporn Wareesavetsuwan	5087	December 31, 2017 to 2023	7
Mr. Akradech Pliansakul	5389	December 31, 2024 to 2025	2

• **Additional information includes:**

- Smart Concrete Public Company Limited has no subsidiaries or associated companies.
- Smart Concrete Public Company Limited, its management, and major shareholders have no relationship or interest with the Certified Public Accountant (CPA). The SEC has adjusted the criteria for rotating CPAs, requiring a change of CPA after 7 years, with a 5-year gap between audits, effective from January 1, 2019.

• **Objective and Rationale:**

In accordance with Section 120 of the Public Company Limited Act, which requires the annual general meeting of shareholders to appoint a certified public accountant and determine the audit fee for the company each year, and the possibility of reapplying the same certified public accountant, and according to the Capital Market Supervisory Board's Notification No. Tor.Jor. 44/2556 (including amendments), which requires listed companies to rotate certified public accountants, if an auditor has reviewed, audited, or expressed an opinion on the company's financial statements for seven consecutive accounting periods, the company may reapply that auditor after at least five consecutive accounting periods.

• **Opinion of the Audit Committee:**

The Audit Committee has considered and deemed it appropriate for the Shareholders' Meeting to approve the appointment of the Company's auditor for the accounting period ending December 31, 2025, and to determine the auditor's remuneration. The Company has reviewed the auditor's background and work experience and found them to be knowledgeable, capable, and independent. Therefore, the Audit Committee proposes the appointment of

- | | | |
|----------------------------------|--|----|
| 1. Mr. Methee Rattanasrimetha, | Certified Public Accountant, Registration No. 3425 | or |
| 2. Ms. Manthana Suphanurak, | Certified Public Accountant, Registration No. 4151 | or |
| 3. Mr. Akradech Pliansakul, | Certified Public Accountant, Registration No. 5389 | or |
| 4. Ms. Korntip Wanichwisetsakul, | Certified Public Accountant, Registration No. 6947 | |

MR & Associates Co., Ltd. shall appoint one of its certified public accountants to audit and express an opinion on the company's financial statements. If the aforementioned certified public accountant is unable to perform the work, MR & Associates Co., Ltd. may provide another certified public accountant from its own firm for a total remuneration of 1,210,000 baht.

• **Company Board of Directors' Opinion:**

The Company Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting the appointment of an auditor and the determination of the auditor's remuneration for the year 2026 from MR & Associates Co., Ltd., as proposed by the Audit Committee. The total remuneration is set at 1,210,000 baht, which is equal to the auditor's remuneration approved by the Annual General Meeting of Shareholders in 2025.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item. comments and therefore requested a vote.

• **Resolution :** Approved by unanimous vote with the following vote results:

Resolution	Votes Cast		Percentage of shareholders who attended and voted at the meeting.	
	(1 share = 1 vote)			
Approved	722,291,929	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				

• **Voting requirement :**

This agenda must be certified by a **majority vote of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 10 : Approved for submission to the 2026 Annual General Meeting of Shareholders for consideration and approval of the amendment to the Company's objectives and the amendment to Article 3 of the Memorandum of Association

To ensure the company's business operations are efficient and aligned with its expansion plans and future development directions, the company needs to revise and amend Article 3 of its Objectives and Memorandum of Association. This amendment will enable the company to conduct its business legally, expand its business scope to accommodate new opportunities, enhance its competitiveness, and prevent discrepancies in legal and regulatory aspects related to the company's business operations. Therefore, the proposal is submitted for the shareholders' meeting's consideration and approval.

As follows: To add the following objective to Article **37-65** of the Company:

- Article 37: Trading in rice, rice products, cassava, cassava products, corn, sesame, beans, pepper, jute, kapok, cotton, lac, castor grass, wood, rubber, vegetables, fruits, forest products, herbs, animal hides, animal horns, live animals, meat, slaughtered animals, sugar, animal feed, and all types of agricultural products.
- Article 38: Trading in fresh seafood, dried food, processed food, canned goods, food seasonings, beverages, liquor, beer, cigarettes, and other consumer goods.
- Article 39: Trading in fabrics, threads, clothing, ready-made garments, apparel, body ornaments, cosmetics, beauty tools and equipment, and other consumer goods.
- Article 40: Trading in medicines for the treatment and prevention of diseases for humans and animals, medical supplies, chemicals, medical equipment, holistic healthcare, and pharmaceuticals, fertilizers, pesticides, plant and animal nutrients of all kinds, and scientific instruments and equipment.
- Article 41: Trading in gold, platinum, silver, diamonds, gemstones, and other precious stones. Including counterfeit versions of the aforementioned items.
- Article 42: Trading in paper, stationery, textbooks, printed materials, books, school supplies, calculators, printers, printing equipment, publications, newspapers, filing cabinets, and all kinds of office supplies.
- Article 43: Trading in construction materials, construction equipment and tools, all types of hand tools, paints, painting tools, and all kinds of building decorations.
- Article 44: Farming, gardening, orchards, salt farming, forestry, rubber plantations, animal husbandry, and livestock businesses.
- Article 45: Operating a printing press, printing books for sale, and newspapers.
- Article 46: Operating an ice factory.
- Article 47: Operating a fishing business.
- Article 48: Operating a tour business, including all types of businesses related to tourism.
- Article 49: Hair styling, hairdressing, nail trimming, and laundry services.
- Article 50: Photography, developing, printing, and enlarging photos, as well as documents.
- Article 51: Producing and distributing films.
- Article 52: Providing services for collecting, compiling, preparing, publishing, and disseminating statistics and data in agriculture, industry, commerce, finance, and marketing, including analysis and evaluation. In conducting business, the following activities are permitted:
- Article 53: Operating a private hospital or medical facility, providing treatment for patients and injured individuals, and conducting training and education in medical, health, and holistic healthcare fields.
- Article 54: Manufacturing and/or operating concrete drainage pipes, reinforced concrete drainage pipes, and reinforced and wire-reinforced manhole casings.
- Article 55: Manufacturing and distributing precast concrete beams, precast concrete products, ready-mixed concrete, concrete slabs, concrete piles, concrete fence posts, roofing tiles, gypsum products, mineral fiber products, slate products, asbestos products, graphite products all types of concrete products.
- Article 56: Manufacturing and distributing glazed tiles, ceramic tiles, pottery, glass products, fiberglass products, and all types of refractory bricks or materials.

- Article 57: Selling airline tickets, bus tickets, and ferry tickets, including acting as an agent or broker in these businesses.
- Article 58: Buying and selling computer equipment, including accessories and spare parts.
- Article 59: Providing knowledge and/or education in beauty, cosmetic procedures, and facial decoration. Including fashion modeling, and establishing a school for such activities (upon obtaining approval from the relevant authorities).
- Article 60: Providing advice and assistance in the establishment of companies, partnerships, general partnerships, legal entities, and businesses; handling various registrations; and providing advice and conducting business of all types, including contacting and submitting applications to relevant government agencies for remuneration.
- Article 61: Producing and/or operating businesses in the digital, robotics, and modern technology sectors.
- Article 62: Producing and/or operating businesses in renewable energy, various types of clean energy, and others.
- Article 63: Engaging in construction contracting for houses, condominiums, residences, buildings, factories, and others.
- Article 64: Building and selling real estate such as houses, condominiums, residences, buildings, apartments, hotels, and others.
- Article 65: Investing in other businesses related to automobiles and electric vehicles, such as electric vehicle charging stations, car repair stations, car washes, etc.

- Please amend Article 3 of the Memorandum of Association to reflect the addition of the objectives. The company's objectives, originally 36, should now number **65**.

• **Company Board of Directors' Opinion:**

The Company Board of Directors believes that adding this objective is appropriate, consistent with the company's business direction, and will not cause any significant negative impact on shareholders.

• **Company Board of Directors' Resolution:**

The meeting considered and unanimously resolved to approve the amendment to Article 3 of the Memorandum of Association and the amendment to the Company Registration Certificate, and to proceed to the shareholders' meeting for consideration and approval as proposed.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item.

Ms. Chutima Pongseni (representative from the Thai Investors Association) inquired whether, given the current very small proportion of revenue from exports (less than 1%), the company plans to expand into international markets or seek business partners (Joint Ventures) to increase revenue beyond domestic sources under the revised objectives?

➤ The Chairman has assigned to the Executive Committee / Marketing and Sales Dept. Manager to answer questions. Mr. Chinnadeth Sirovetnukul, explained that the Currently, the marketing and sales departments are focused on building a strong brand through consistent marketing activities. However, political and economic uncertainty, fierce competition, challenges in accessing distribution channels, and high exchange rates may pose obstacles to the company's ability to market internationally at this time.

The chairman opened the floor for further questions from the meeting.

However, no shareholder had any questions or comments, and therefore requested to cast their votes.

- **Resolution :** The meeting resolved to acknowledge approved by unanimously vote.
Approved by unanimously vote with the following vote results:

Resolution	Votes Cast (1 share = 1 vote)		Percentage of shareholders who attended and voted at the meeting.	
Approved	722,291,929	votes,	Equivalent to	100%
Disapproved	0	vote,	Equivalent to	0%
Abstained	0	vote,	Not counted as vote	
Voided	0	vote,	Not counted as vote	
The total number of shareholders is 29, representing a total of 722,291,929 votes.				

- **Voting requirement :**

This agenda must be certified by **Not less than three-fourths (3/4) of the total votes of the shareholders** who attend the meeting and cast their votes. (Excluding abstained votes)

AGENDA 11 : Consider another matter.

- none -

- **Resolution :** The meeting resolved to acknowledge the matter as reported by the chairman.

- **Voting requirement :**

This agenda is for acknowledgment, does not require shareholders' votes.

The chairman then opened to express opinions and/or ask further questions regarding this agenda item.

Ms. Chutima Pongseni (representative from the Thai Investors Association) inquired: Given your company's policy focusing on innovative, eco-friendly lightweight concrete blocks to meet ESG goals, how have you significantly differentiated your products in the current market?

➤ The Chairman has assigned to the Executive Committee / Marketing and Sales Dept. Manager to answer questions.
Mr. Chinnadeth Sirovetnukul, explained that the company focuses on eco-friendly lightweight concrete block innovation by applying new technologies to the production process to help reduce carbon dioxide emissions and increase energy efficiency. Furthermore, the company aims to develop products that meet the needs of the current housing market, which prioritizes beautiful design coupled with energy-saving, environmentally friendly, health-safe, and non-polluting properties. They are preparing to launch a variety of decorative lightweight concrete block products, ranging from simple and modern designs to complex and unique patterns, to comprehensively meet the needs of various customer groups.

Furthermore, the company prioritizes online marketing strategies, focusing on promoting products through various social media channels to create widespread awareness, effectively reach target audiences, and expand the customer base. These channels include Facebook, Instagram, and Line @, which have received positive feedback and contributed to increased sales. In addition, the website has been developed to be modern and user-friendly, allowing customers easy and quick access to information about the company's products and services.

Since no shareholders had any further questions or comments, and no shareholder proposed any matters for consideration at the meeting,

The Chairman thanked all shareholders for their time in attending the meeting and for their valuable suggestions. The company will gratefully accept these suggestions to further improve its operations and the management of shareholder meetings to ensure satisfaction under the principles of good corporate governance. The Chairman then declared the 2026 Annual General Meeting of Shareholders closed.

Closed the meeting at 11.11 a.m.

Please be informed accordingly,

Yours Sincerely,
Smart Concrete Public Company Limited

(Mr. Artit Teepakronsukasam)
Chairman of the Board (Chairman of the Meeting)

(Mr. Phuttiwat Umnuaysawad)
Company Secretary / Meeting Recorder

ลงนาม (นายรังสี ทีปกรสุขเกษม / กรรมการผู้จัดการ)