



(Translate)

**Minutes of the 2026 Annual General Meeting of Shareholders (e-AGM)
Dimet (Siam) Public Company Limited**

Date, Time, and Venue of the Meeting

The meeting was held on Monday, 20 April 2026 at 10:00 a.m., conducted solely via electronic means (e-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020). The meeting was organized through the Inventech Connect meeting control system, provided by Inventech Systems (Thailand) Co., Ltd. Shareholders and other participants were required to verify their identity and attend the meeting through the Inventech Connect system and/or Zoom Meeting, as applicable. Participants were able to communicate with one another and access the meeting materials via the Inventech Connect system and/or Zoom Meeting. The Company broadcasted the 2026 Annual General Meeting of Shareholders via a VDO Conference system from the meeting room located at No. 602, Moo 2, Soi 1, Sukhumvit Road, Bang Pu Mai Subdistrict, Mueang Samut Prakan District, Samut Prakan Province 10280. The Company also recorded both video and audio of the entire meeting proceedings in the form of audiovisual media.

The meeting starts at 10:00 a.m.

Before the commencement of the meeting

Ms. Yaowaret Anukarn (“**the meeting facilitator**”) welcomed all shareholders to the 2026 Annual General Meeting of Shareholders of Dimet (Siam) Public Company Limited (**the “Company”**).

Commencement of the Meeting

The meeting facilitator informed the meeting that there were no shareholders attending the meeting online, representing 0 shares or 0 percent of the total. However, there were 28 proxy holders attending the meeting, representing 1,330,024,511 shares, equivalent to 49.4248 percent of the Company’s total issued shares, which amount to 2,691,002,469 shares. Therefore, it was concluded that a total of no fewer than 25 shareholders and proxy holders attended the meeting, holding more than one-third of the Company’s total issued shares. The quorum was thus constituted in accordance with the Company’s Articles of Association (Article 37).

The meeting facilitator introduced the Company’s executives, the advisory firm, the auditor, as well as the independent vote counting inspectors who were present at the meeting, as follows:

List of Directors Attending the Meeting

Company Directors Attending the Meeting at the Broadcast Room

1. Mr. Tharin Harirungcharoen Director / Risk and Corporate Governance committee / Executive
(Formerly known as Mr. Ho-Chih Huang) committee and Chief Executive Officer



Company Directors Attending the Meeting via Zoom Meeting

1. Mr. Teng-Shih Huang Chairman of the Board / Independent Director / Audit Committee and Chairman of Remuneration and Compensation Committee
2. Mr. Somkiat Tankrittiwat Independent Director / Audit Committee
3. Mr. Prayuth Supawarapong Independent Director / Chairman of Audit Committee
4. Mr. Sanya Chantharut Independent Director / Chairman of Risk and Corporate Governance Committee
5. Ms. Jitsiri Thanapatra Director / Risk and Corporate Governance Committee
6. Mr. Noppadol Kanjanatawewat Director / Executive Committee
7. Mr. Vasu Khunvasi Director / Executive Committee

(A total of 8 committee members attended the meeting, accounting for 88.89% of all committee members.)

List of Directors Who Did Not Attend the Meeting Due to Prior Commitments

1. Mr. Wichai Wanavit Vice Chairman of the Board / Director and Remuneration and Compensation committee

List of Senior Executives and the Chief Executive Officer in the Accounting and Finance Department

1. Mr. Vasu Khunvasi Acting Chief Financial Officer and Head of Accounting

List of Auditors

1. Mrs. Wandee lamwanitsha Auditor, SP Audit Co., Ltd.

The meeting facilitator invited Mr. Teng-Shih Huang, Chairman of the Board of Directors, to open the 2026 Annual General Meeting of Shareholders.

Mr. Teng-Shih Huang, Chairman of the Board of Directors, acting as the Chairman of the Meeting ("Chairman"), opened the 2026 Annual General Meeting of Shareholders and welcomed the shareholders attending the meeting. In order to ensure the meeting adheres to good corporate governance practices, before the meeting began, the Chairman assigned Ms. Yaowaret Anukarn to act as the meeting facilitator for the 2026 Annual General Meeting of Shareholders. The Meeting Facilitator then explained the meeting procedures, voting methods, and vote counting process as follows:

Procedures and Rules for the Meeting

1. In voting at the shareholders' meeting, pursuant to Article 39 of the Company's Articles of Association, each share shall be entitled to one vote. A shareholder shall have voting rights equal to the number of shares held.
2. Each shareholder shall cast a vote of either "Approve," "Disapprove," or "Abstain" on any agenda item, and may vote in only one manner, except for custodians who are entitled to split their votes.
3. For Agenda Item 4 regarding the election of directors to replace those retiring by rotation, voting shall be conducted on an individual basis, in accordance with the principles of good corporate governance.



Rules, Voting Procedures, Vote Counting, and Submission of Questions or Opinions

1. The meeting shall proceed in accordance with the agenda specified in the invitation notice. Information will be presented, followed by an opportunity for questions prior to voting. The voting results for each agenda item will be announced immediately after the vote counting is completed.
2. Shareholders shall select the relevant agenda and click “Vote,” then choose “Approve / Disapprove / Abstain.” In the case of multiple proxy grants, the system will separate votes on an individual basis. Votes may be cancelled or amended until the voting is closed (within 1 minute). If no vote is cast within the specified time, it shall be deemed as “Approve.”
3. If the same email address and telephone number are used, the system will consolidate names under a single account. If different credentials are used, separate accounts will be created. Users may switch between accounts via the “User Account” menu, and such switching shall not affect voting rights.
4. If a participant leaves the meeting prior to the closing of voting, their votes will not be counted for that agenda item and any subsequent agenda items. However, they may rejoin the meeting and vote on agenda items that have not yet been considered.
5. Prior to voting on each agenda item, participants may submit questions or express opinions by selecting the agenda and clicking “Question.” Two channels are available:
 - Text submission: Type and submit the question. The Company will select relevant questions to be addressed during the meeting.
 - Audio-visual submission: Reserve a queue to ask questions via VDO. Participants must turn on their camera and microphone, and state their full name and status (shareholder/proxy) prior to asking the question.

The Company reserves the right to control or suspend audio and video transmission in the event of inappropriate language or disruption to the meeting.

6. If there are numerous requests for audio-visual questions, the Company recommends submitting questions via text to ensure comprehensive responses. Alternatively, such questions may be addressed at the end of the meeting or included in the meeting minutes, which will be published on the Company’s website.
7. Shareholders may review the instructions provided in the documents accompanying the meeting invitation or select the “Help” menu within the system. Assistance may also be obtained from the Inventech Call Center via the telephone number and Line Official account displayed on the screen.
8. In the event of any system disruption during the meeting, shareholders will receive an email with instructions to rejoin the meeting via a backup system.

After the meeting facilitator had completed the explanation of voting procedures and the process for raising questions, the facilitator then invited Ms. Chuthamas Chittithaworn, the Company Secretary, to proceed with the meeting in accordance with the agenda as follows:



Agenda 1 To acknowledge the Company's operating results for the year 2025

Ms. Chuthamas Chittithaworn, the Company Secretary (“**Secretary**”), reported to the meeting that the operating results of Dimet (Siam) Public Company Limited and its subsidiaries for the year ended 31 December 2025 showed total revenue of Baht 147.90 million and total expenses of Baht 169.14 million. Overall, the Company and its subsidiaries recorded a net loss for the year of Baht 29.28 million.

Significant events in 2025

For the year ended 31 December 2025, the Company and its subsidiaries generated total revenue of Baht 147.90 million. The principal revenue was derived from sales and services amounting to Baht 130.30 million, representing 74.80% of total revenue. The majority of sales revenue was generated from the manufacturing and distribution of paints. The Company also recorded revenue from construction services of Baht 16.42 million, representing 24.01%, and other income of Baht 1.17 million, representing 1.17% of total revenue. Total expenses of the Company and its subsidiaries amounted to Baht 169.14 million. The majority of expenses were administrative expenses totaling Baht 30.11 million, accounting for 42.97% of total expenses. In addition, the Company recorded a loss from the reclassification of investment in an associate to other non-current financial assets in the amount of Baht 147.93 million, a foreign exchange loss of Baht 4.50 million, and financial costs, including interest expenses on borrowings and provisions, amounting to Baht 4.33 million.

Accordingly, on an overall basis, the Company and its subsidiaries reported a net loss for the year 2025 of Baht 29.28 million.

Anti-Corruption Measures in 2025. The Company placed emphasis on establishing clear anti-corruption policies and communicating them throughout the organization. It promoted a transparent corporate culture and provided training to employees to raise awareness of corruption risks. The Company also conducted regular internal audits and risk assessments, while adhering strictly to principles of good corporate governance and compliance with applicable laws and regulations.

Regarding the operating results and revenue outlook for 2025, the Secretary assigned Mr.Yuttana Singchanusong (Sales Manager) to present the report.

Mr.Yuttana Singchanusong (Sales Manager) reported to the meeting that the overall revenue for the year 2025 amounted to Baht 147,896,335, comprising sales revenue of Baht 146,727,359 and other income of Baht 1,168,976.

With respect to revenue trends and quarterly performance in 2025, the Company experienced continuous revenue growth during the early part of the year. Revenue in the first quarter amounted to Baht 28.78 million and increased to Baht 34.27 million in the second quarter, reflecting rising market demand. The third quarter represented the strongest performance (peak quarter), with revenue of Baht 48.35 million, accounting for 32.6% of total annual revenue, and was the period of highest business activity and profitability. In the fourth quarter, the Company maintained stable revenue performance, generating Baht 36.49 million, which remained significantly higher than the average of the first half of the year.



Summary of Top 10 Product Sales (January – December 2025). The total sales of the top 10 products amounted to Baht 102,188,205.86, with details as follows:

Customer	Total Sales
1. SUNCOAT (THAILAND) CO., LTD.	64,857,760.65
2. DANA SPICER(THAILAND)	19,568,660.00
3. TU RUI CONSTRUCTION(MALAYSIA)	3,265,291.99
4. OTP SUPPLY AND SERVICE COMPANY	3,103,826.88
5. BIG POWER SUPPLY CO., LTD.	2,659,320.00
6. LINDE (THAILAND) PUBLIC., CO.TH	2,261,399.44
7. WANAVIT MANUFACTURING CO., LTD.	1,837,600.00
8. K.AKARAPOLSTEELANDSUPPLY COMPA	1,680,217.00
9. SIC BUILD CO., LTD.	1,630,200.00
10. HCN01 - NOON SUN CONSTRUCTION CO., LTD	1,323,929.90
Grand Total	102,188,205.86

In-depth Analysis of Top 10 Best-Selling Products (January-December 2025). The top three products accounted for as much as 75% of the total revenue generated by the top 10 products, amounting to Baht 81.8 million. These three products alone generated combined sales of Baht 61.2 million, highlighting the critical importance of the Tier 1 product group. The details are as follows:

Product Name	Total Sale Amount
SUNHEAT CF-6077B-T BLACK(EX-14) 20KG	27,233,460.00
SUNHEAT 2SH650-NH106 PRIMER (YMPI) EX-1	17,816,680.00
TECHCOTE 3000 BLACK 170L	16,224,504.00
SUNHEAT 2 SH 650-NH 106 PRIMER(YMPI)	6,402,500.00
WATTYL THINNER T36 18L	4,206,752.00
SUNHEAT CF-6077B-T BLACK (EX-20) 20KG	3,476,160.00
SUNHEAT MM-550(U)YS-3 PRIMER (EX1) 20KG	2,194,580.00
DIMET MAXCOAT ROOFSEAL WHITE PLUS 16KG	1,547,322.00
SOLAGARD L/S TOWER ORANGE (AIS)L/F PLUS	1,396,887.00
SUNHEAT RC-500MB METALLIC BLACK 16KG	1,337,952.00
Grand Total	81,836,797.00

In this agenda item, there is a pre-submitted question from Ms. Wilai Siripoonkiatikul - Proxy of the Thai Investors Association, as follows:

Question: Based on the operational improvement plan (Elcid: 1 September 2025), which includes measures such as cost optimization in production, adjustments to marketing and sales strategies to increase revenue, and product value enhancement, it was observed that the proportion of costs relative to revenue from sales or services remains at a level similar to the previous year. The Company was therefore asked to clarify to what extent the implementation of such improvement plans is expected to reduce the cost of sales or services.



Answer:

- Mr. Tharin Harirungcharoen, Chief Executive Officer, clarified that, in line with the approaches presented during the Public Presentation on 28 August 2025, the Company has established its operational strategy focusing on three key areas as follows:
1. Production Cost Optimization Plan – including the direct importation of raw materials from overseas manufacturers to replace domestic procurement, thereby improving cost efficiency.
 2. Adjustment of Marketing and Sales Strategies – aimed at increasing revenue by developing new service models beyond product sales, such as repair and maintenance services in conjunction with product distribution.
 3. Product Value Enhancement – by continuously improving product quality and standards. Currently, the Company’s products have obtained relevant certifications and are widely accepted by both public and private sector users.

However, due to ongoing uncertainties arising from various factors, including geopolitical conflicts, interest rates, and inflation, the Company has not set a definitive numerical target for reducing the cost of sales or services at this stage.

Nevertheless, the Company continues to implement efficiency improvement measures, which have begun to yield tangible results. In 2025, the cost of sales decreased by Baht 14.11 million compared to 2024, representing a reduction of 14.97%, resulting in an increase in gross profit of Baht 6.41 million, or 41.30%.

The Company believes that the continuous implementation of these strategies will further enhance profit margins and improve cost management efficiency in the periods ahead.

The Company provided shareholders with the opportunity to raise questions and express their opinions. All questions related to this agenda item were duly addressed, and no further questions or comments were raised by the shareholders. Ms. Yaowaret therefore informed the meeting that Agenda Item 1, regarding the acknowledgment of the Company’s operating results for the year 2025, was concluded. As this agenda item was for acknowledgment only, no voting was required.

Resolution of the Meeting As this agenda item was for acknowledgment only, no voting was conducted.

Agenda 2 To consider and approve the financial statements for the year 2025 ended December 31, 2025.

The Secretary assigned Ms. Nuttida Bunchaiyo, Head of the Accounting Department, to present the details for this agenda item.



Ms. Nuttida Bunchaiyo, Head of Accounting Department, reported to the meeting that, for the consolidated and separate financial statements of the Company as at 31 December 2025, the Group and the Company continued to incur net losses. For the year 2025, the Group and the Company recorded net losses of Baht 29.28 million and Baht 25.42 million in the consolidated and separate financial statements, respectively. As at 31 December 2025, the Group and the Company had accumulated losses of Baht 869 million and Baht 872 million in the consolidated and separate financial statements, respectively. In addition, the Group and the Company had current liabilities exceeding current assets by Baht 52.72 million and Baht 16.52 million, respectively.

Statement of Financial Position as of December 31, 2025

Financial Position	Ended 31 December 2025	Ended 31 December 2024
Current Assets		
Cash and cash equivalents	8,046,437.67	4,423,644.82
Trade and other current receivables	37,734,957.38	32,324,042.38
Contract assets – current	282,616.03	-
Inventories	20,004,376.41	25,252,851.00
Other current financial assets	-	12,232.00
Total current assets	66,068,387.49	62,012,770.20
Non-current Assets		
Other non-current financial assets	103,998,200.00	134,820,479.00
Property, plant and equipment	101,010,787.96	78,954,573.00
Right-of-use assets	835,830.54	1,738,204.00
Intangible assets	32,031.33	83,231.94
Deposits at banks pledged as collateral	400,000.00	800,000.00
Other non-current assets	1,797,880.67	1,633,706.08
Total non-current assets	208,074,730.50	218,030,194.02
Total assets	274,143,117.99	280,042,964.22

Comprehensive Income Statement for the year ended December 31, 2025.

<u>Operating Results</u>	For the year ended January 1 – December 31, 2025	For the year ended January 1 – December 31, 2024
Revenue		
Revenue from sales and services	130.30	109.78
Revenue from construction contracts	16.42	35.23
Other revenue	1.16	2.38
Total revenue of the company and its subsidiaries	147.89	146.75
Share of profit (loss) from associates	-	-



<u>Operating Results</u>	For the year ended January 1 - December 31, 2025	For the year ended January 1 – December 31, 2024
Expenses		
Cost of sales and services	108.37	94.25
Cost of construction contracts	13.97	53.43
Distribution costs	16.68	17.65
Administrative expenses	30.10	32.63
Total expenses	169.13	197.97
Loss from operating activities	(21.24)	(50.57)
Loss for the year	(29.27)	(197.36)

Cash Flow Statement for the year ended December 31, 2025.

Cash Flow	31 December 2025	31 December 2024
Cash Flow from Operating Activities		
Net cash provided by (used in) operating activities	(26,196,819.45)	(40,328,395.70)
Cash Flow from Investing Activities		
Cash paid for investment in associates	12,231.70	(78.70)
Cash paid for purchase of assets	(452,779.17)	(2,083,832.29)
Cash received from the disposal of rights to use assets	1,642.57	-
(Increase) Decrease in pledged bank deposits	400,000.00	(400,000.00)
Net cash provided by (used in) investing activities	(38,904.90)	(2,483,910.99)
Cash flows from financing activities		
Cash received from capital increase	21,727,580.10	-
Decrease in short-term borrowings from financial institutions	-	(268,328.23)
Increase in short-term borrowings from other entities	1,500,000.00	12,000,000.00
Decrease in short-term loans to related parties	-	-
Cash received from long-term borrowings from financial institutions	10,213,000.00	35,000,000.00
Cash paid for repayment of long-term borrowings from financial institutions	(2,380,595.90)	(203,774.88)
Cash paid for lease liabilities	(1,124,972.48)	(1,868,610.92)
Cash paid for interest on lease liabilities	(76,927.52)	(159,432.16)



Current liabilities	31 December 2025	31 December 2024
Net cash provided by (used in) financing activities	29,858,084.20	44,499,853.81
Trade and other current payables - other entities	47,766,073.36	45,804,467.05
Contract liabilities – other entities	320,677.81	-
Short-term borrowings from other entities	-	-
Current portion of long-term borrowings	3,742,962.63	1,760,114.27
Current portion of lease liabilities	893,470.81	1,469,483.24
Other short-term borrowings	-	17,000,000.00
Non-current liabilities	52,723,184.61	66,034,064.56
Long-term borrowings	57,385,666.59	33,036,111.85
Lease liabilities	-	893,471.86
Deferred income tax liabilities	15,797,900.00	11,255,146.49
Non-current provisions for employee benefits	4,115,901.33	4,905,944.28
Total non-current liabilities	77,299,467.92	50,090,674.48
Total liabilities	130,022,652.53	116,124,739.04
Total shareholders' equity	144,120,465.46	163,918,227.34
Total liabilities and shareholders' equity	274,143,117.99	280,042,966.38

In this agenda item, there is a pre-submitted question from Ms. Wilai Siripoonkiatikul – Proxy of the Thai Investors Association, as follows:

Question:

1. The construction business recorded gross losses in 2023–2024 and achieved a gross profit margin of 15% in 2025. The Company was therefore requested to explain the factors contributing to the improved performance of the construction business in 2025, and to provide its outlook for this business segment going forward.

Answer:

- Mr. Tharin Harirungcharoen, Chief Executive Officer, clarified that the Company expects the construction business to continue growing. The Company aims to create sustainable business value beyond product sales by expanding its service scope to include renovation and decoration services (Renovation & Decoration Services), offering customized solutions tailored to customers' specific needs.

This strategy is intended to penetrate new market segments with demand for maintenance and renovation of existing buildings, as an alternative to purchasing new properties, as well as to respond to diverse and specific customer requirements. Such



initiatives are expected to enhance the Company's competitiveness and support long-term profit margin improvement.

Question:

2. Considering that administrative expenses represent approximately 20–22% of total revenue, the Company was asked to clarify the current cost structure and its strategies for improving operational efficiency to reduce expenses.

Answer:

- Mr. Tharin Harirungcharoen, Chief Executive Officer, explained that the Company's administrative expenses currently account for approximately 20–22% of total revenue. The cost structure is primarily divided into three components: personnel expenses, operational expenses, and administrative and corporate support expenses.

In terms of cost management, the Company has continuously implemented strategies to improve operational efficiency, focusing on employee skill development alongside internal knowledge transfer, in order to reduce reliance on external resources and enhance overall productivity.

In addition, the Company has adopted technology to improve work processes, helping to reduce time, eliminate redundancies, and control overall expenses. This enables the Company to maintain cost levels within an appropriate range and supports its long-term competitiveness.

The Company provided shareholders with the opportunity to raise questions and express their opinions. All questions related to this agenda item were duly addressed, and no further questions or comments were raised by the shareholders. The meeting facilitator therefore proposed that the meeting consider and approve the Company's financial statements for the year 2025, which have been audited by the external auditor and reviewed by the Audit Committee. Details are as set out in the Annual Report, which had been delivered to shareholders together with the meeting invitation before the meeting. The resolution on this agenda item requires approval by a majority vote of the total number of votes of shareholders present at the meeting and entitled to vote.

Resolution of the Meeting The meeting has considered and unanimously resolved to approve the Company's financial statements for the year 2025, with all details as proposed, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:



Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0

Agenda 3 To consider and approve the suspension of the legal reserve allocation and the suspension of dividend payments for the Company’s performance for the year 2025.

The Secretary, reported to the meeting that the Company has a policy to pay dividends to shareholders at a rate of not less than 40% of net profit as shown in the financial statements. In this regard, Article 45, paragraph one of the Company’s Articles of Association stipulates as follows:

“No dividend shall be paid from funds other than profits. If the Company has accumulated losses, no dividend shall be paid. Dividends shall be distributed equally per share, unless otherwise specified for preference shares. The payment of dividends must be approved by the shareholders’ meeting. The Board of Directors may, from time to time, pay interim dividends to shareholders if it deems that the Company has sufficient profits to do so.

Upon payment of interim dividends, such payment shall be reported to the shareholders’ meeting at the next meeting. The payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders’ meeting or the Board of Directors’ meeting, as the case may be. Written notice shall be given to shareholders, and such dividend payment shall be published in a newspaper or through electronic media, in accordance with the applicable legal requirements.”

- For the operating results of 2025, the Company recorded a total comprehensive loss of Baht 29.28 million. As a result, the Company is unable to allocate a legal reserve and is therefore unable to pay dividends.

The Company provided shareholders with the opportunity to raise questions and express their opinions; however, no questions or comments were raised. The meeting facilitator, therefore, proposed that the meeting consider and approve the omission of the allocation of the legal reserve and the omission of dividend payment for the Company’s operating results for the year 2025. The resolution on this agenda item requires approval by a majority vote of the total number of votes of shareholders present at the meeting and entitled to vote.

Resolution of the Meeting The meeting has considered and unanimously resolved to approve the omission of the allocation to the legal reserve and the omission of dividend payment for the Company’s operating results for the year 2025, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:



Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0

Agenda 4 To consider and approve the appointment of a director to replace the director whose term has expired.

The Secretary, proceeded to present the details of this agenda. Article 19 of the Company’s Articles of Association stipulates that: “At every Annual General Meeting, one-third (1/3) of the total number of directors shall retire from office. If the number of directors cannot be evenly divided into three parts, the number closest to one-third (1/3) shall retire. For the first and second years following the Company’s registration, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have held office for the longest period shall retire. Directors who retire may be re-elected.” At present, the Company has a total of nine (9) directors, of which three (3) directors are due to retire by rotation this year, as follows:

List of Directors	Position
1. Mr. Wichai Wanavit	Director
2. Mr. Somkiat Tankrittivat	Independent Director
3. Miss Jitsiri Thanapatra	Director

The Nomination and Remuneration Committee (excluding interested directors) has undertaken the selection process to propose candidates for appointment as directors in replacement of those retiring by rotation. The selection was conducted with due consideration of the Board composition (Skill Matrix) and qualifications appropriate to the Company’s business.

The three nominees have passed the prescribed selection process and possess all qualifications required under applicable laws. They have knowledge, capability, and experience in business administration and finance, demonstrate integrity, ethics, and a positive attitude, can devote sufficient time to their duties, and have no prohibited characteristics or conflicts of interest.

For the nominee proposed as an independent director, it has been considered that he/she possesses all qualifications as prescribed by the Securities and Exchange Commission, can express independent opinions, has no conflict of interest, and has served as an independent director for not more than nine years in accordance with the prescribed criteria.

The Nomination and Remuneration Committee has considered and deemed it appropriate to propose the re-election of Mr. Wichai Wanavit as Director, Mr. Somkiat Tankrittivat as Independent Director,



and Ms. Jitsiri Thanapatra as Director, who are retiring by rotation, to resume their positions as directors of the Company for another term.

The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee and deems it appropriate to propose to the shareholders' meeting the re-election of Mr. Wichai Wanavit as Director, Mr. Somkiat Tankrittivat as Independent Director, and Ms. Jitsiri Thanapatra as Director, who are retiring by rotation, to resume their positions as directors of the Company for another term. This is because the three nominees have duly passed the screening process of both the Nomination and Remuneration Committee and the Board of Directors, and are considered to possess qualifications in accordance with applicable laws and requirements relating to directors and independent directors. They also have the knowledge, experience, and specific expertise beneficial and appropriate to the Company's business, are able to contribute new perspectives to the Board, and can devote sufficient time and effort to perform their duties, thereby strengthening the Board and supporting the Company's continued growth. Furthermore, they are persons of integrity and ethics and possess all qualifications as required by law.

The Company has provided shareholders with the opportunity to ask questions and express opinions; however, no questions or comments were raised. The meeting facilitator therefore proposed that the meeting consider and approve the re-election of the directors retiring by rotation on an individual basis. The resolution for this agenda item requires a majority vote of the shareholders present at the meeting and entitled to vote.

1. Mr. Wichai Wanavit Director

Resolution of the Meeting The meeting has considered and unanimously resolved to approve the reappointment of Mr. Wichai Wanavit as Director for another term, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,411	99.9999
Disagree	0	0
Abstain from voting	100	0

2. Mr. Somkiat Tankrittivat Independent Director

Resolution of the Meeting The meeting considered and unanimously resolved to approve the reappointment of Mr. Somkiat Tankrittivat as Independent Director for another term, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0



3. Ms. Jitsiri Thanapatra Director

Resolution of the Meeting The meeting considered and unanimously resolved to approve the reappointment of Ms. Jitsiri Thanapatra as Director for another term, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0

Agenda 5 To consider and approve the remuneration for the Board of Directors and sub-committees for the year 2026

The Secretary, presented the details of this agenda item. Article 24 of the Company’s Articles of Association stipulates that: “Directors shall be entitled to receive remuneration from the Company as determined and approved by the shareholders’ meeting. Such remuneration may be specified as a fixed amount or based on specific criteria, and may be determined periodically or remain in effect until amended by a resolution of the shareholders’ meeting. In addition, directors shall be entitled to allowances and other benefits in accordance with the Company’s regulations.”

At the Nomination and Remuneration Committee Meeting No. 1/2026 held on Thursday, 29 January 2026, the remuneration of directors for the year 2026 was considered, based on the Company’s director remuneration policy, principles of good corporate governance, and benchmarking against the average remuneration of directors of listed companies as reported in the 2024 survey by the Thai Institute of Directors Association, as well as taking into account the Company’s business expansion and operational growth. Furthermore, the Board of Directors Meeting No. 1/2026 held on 26 February 2026 approved the proposal of the Nomination and Remuneration Committee. It is therefore proposed to maintain the directors’ remuneration for the year 2026 at the same rate as in 2025, with details as follows:

- Meeting allowance** at the same rate as previously approved by the 2025 Annual General Meeting of Shareholders, held on April 10, 2025.

Board of Directors	Compensation Survey Report 2024	Meeting Fee Year 2025 (THB)	Meeting Fee Year 2026 (THB)
Board of Directors			
▪ Chairman of the Board of Directors	29,375	25,000	25,000
▪ Vice Chairman of the Board of Directors	20,000	15,000	15,000
▪ Board of Directors	20,000	12,000	12,000



<u>Sub-Committees</u>			
1. Audit Committee			
▪ Chairman	25,000	22,000	22,000
▪ Committee Member	17,750	10,000	10,000
2. Risk Management and Good Corporate Governance Committee			
▪ Chairman	No survey	15,000	15,000
▪ Committee Member	No survey	10,000	10,000
3. Executive Board Committee			
▪ Chairman	No survey	15,000	15,000
▪ Committee Member	No survey	10,000	10,000
4. Nomination and Compensation Committee			
▪ Chairman	20,000	15,000	15,000
▪ Committee Member	15,000	10,000	10,000

2. Other remuneration or other benefits

The Company has no policy to provide any remuneration other than directors' remuneration or employee compensation received in the ordinary course of business. No shares or other securities are granted to the Company's directors or executives.

Therefore, in consideration of the Company's operating results, it is proposed to maintain the existing policy, as in 2025, effective from 1 January 2026 onwards or until otherwise resolved.

The Company provided shareholders with the opportunity to raise questions and express their opinions; however, no questions or comments were raised. The meeting facilitator therefore proposed that the meeting consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026. The resolution on this agenda item requires approval by not less than two-thirds (2/3) of the total number of votes of shareholders present at the meeting and entitled to vote.

Resolution of the Meeting The meeting has considered and unanimously resolved to approve the remuneration of the Board of Directors and its sub-committees for the year 2026, **by not less than two-thirds (2/3)** of the total number of votes of shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0



Agenda 6 To consider and approve the appointment of the auditor and the audit fees for the year 2026.

The Secretary presented the details of this agenda item. The Public Limited Companies Act B.E. 2535 (1992) stipulates as follows:

- Section 120 provides that: “The Annual General Meeting of Shareholders shall appoint an auditor and determine the audit fee of the Company on an annual basis. In appointing the auditor, the same auditor may be reappointed.”
- Section 121 provides that: “The auditor shall not be a director, employee, staff member, or hold any position in the Company.”
- Auditor Selection Policy: The Company adopts a policy of contacting auditors who are approved by the Office of the Securities and Exchange Commission (SEC) to audit listed companies. Such auditors are invited to propose their terms and audit fees, after which the Audit Committee considers and selects the auditor offering the most appropriate and beneficial terms for the Company.

In compliance with the above requirements, and based on the opinion of the Audit Committee, it is deemed appropriate to propose the appointment of SP Audit Co., Ltd., which possesses expertise, reliability, independence, knowledge, and experience in auditing, accounting advisory services, and timely certification of financial statements, as well as internal audit services. The audit fee for the year 2026 is proposed at a total amount of Baht 1,760,000 (One Million Seven Hundred Sixty Thousand Baht).

The names of the auditors of SP Audit Co., Ltd. are as follows:

List of Auditors	Certified Public Accountant License Number	Number of years auditing the Company
1. Ms. Susan lamwanitsha	4306 or	1
2. Mr. Suchart Panitchareon	4475 or	1
3. Ms. Chunta Chommen	7570 or	1
4. Mrs. Wandee lamwanitsha	8210 or	1
5. Mr. Kiatsak Vannichyanon	9922	1

Note: In the event that the aforementioned certified auditor is unable to perform his/her duties, the audit firm shall be authorized to appoint another certified auditor as a replacement.

The auditors listed above have no relationship or conflict of interest with the Company, its subsidiaries, directors, executives, major shareholders, or related persons. They are therefore independent in performing the audit and expressing their opinion on the Company’s financial statements. Accordingly,



the proposed auditors possess qualifications in compliance with the relevant notifications of the Capital Market Supervisory Board.

The comparison table of audit service fees is as follows:

Audit service fees	Approved fee for 2025	Proposed fee for 2026	Increase/Decrease
DIMET (SIAM) Public Company Limited	1,240,000	1,200,000	Decrease 40,000
Audit fee for annual financial statements and consolidated financial statements	600,000	600,000	-
Review fee for quarterly financial statements and consolidated financial statements (3 quarters)	640,000	600,000	-
DIMET Paint Company Limited	500,000	500,000	-
Audit fee for annual financial statements	260,000	260,000	-
Review fee for quarterly financial statements (3 quarters)	240,000	240,000	-
Super Fast Supply Company Limited	60,000	60,000	-
Audit fee for annual financial statements	30,000	30,000	-
Review fee for quarterly financial statements (3 quarters)	30,000	30,000	-
Total service fees	1,800,000	1,760,000	Decrease totaling 40,000

The Company provided shareholders with the opportunity to raise questions and express their opinions; however, no questions or comments were raised. The meeting facilitator therefore proposed that the meeting consider and approve the appointment of the auditor and the determination of the audit fee for the year 2026. The resolution on this agenda item requires approval by a majority vote of the total number of votes of shareholders present at the meeting and entitled to vote.

Resolution of the Meeting The meeting considered the matter and unanimously resolved to approve the appointment of the auditor and the determination of the audit fee for the year 2026, **by a majority vote** of the shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0



Agenda 7 To consider and approve the amendment of the Company’s objectives and the amendment of the Memorandum of Association in order to comply with applicable laws.

The Secretary presented the details of this agenda item. Due to the current economic conditions rapidly transitioning into the digital economy, together with market demand emphasizing the adoption of technology to enhance operational efficiency across all sectors, the Company recognizes the opportunity to expand its business into information technology (IT) services and software development in order to support market demand. This expansion is expected to create new revenue streams and enhance the Company’s competitiveness in the long term.

In addition, the Company is preparing to expand its business scope into waste management and renewable energy businesses by converting municipal waste and residual materials into fuel for electricity generation and commercial power distribution. This sector demonstrates strong growth potential and aligns with government policies promoting renewable energy.

In order to ensure that such business operations are conducted in compliance with the law, and to ensure that the Company’s objectives comprehensively cover information technology system services and software development in all forms, the Company finds it necessary to amend its objectives and **revise Clause 3 (Objectives of the Company) of the Memorandum of Association, increasing the number of objectives from 26 to 31 items.**

Furthermore, it is proposed to authorize the director(s) authorized to sign on behalf of the Company as stated in the Company’s affidavit, or any person designated by such director(s), to undertake all necessary actions to complete the registration of the amendments to the Company’s Articles of Association with the Department of Business Development, Ministry of Commerce. Such authorization shall include the power to amend or supplement the wording of the amended Articles of Association as required by the Registrar of Public Limited Companies, in accordance with any orders and/or recommendations, provided that such amendments do not affect the substance of the approved changes. The details are as follows:

Clause 27	To engage in the business of trading and providing services for the development, distribution, installation, repair, maintenance, system integration, migration, and modification of information technology systems and related equipment, as well as all types of telecommunications, including software, whether off-the-shelf programs or newly developed software, as well as customized programming for specific projects.
Clause 28	To engage in the business of trading, importing, exporting, leasing, hire-purchase, installment sales, exchange, transfer, and pledge of mobile phones, smartphones, tablets, electronic devices, and related equipment, including computers, computer equipment, telecommunication servers, and various IT systems, as well as all types of other products, including subleasing, assignment of rights, and acceptance of transfer of any rights in such products.



Clause 29	To engage in the business of providing Cloud Services, including email services, backup and archive file services, data centers, security services, and cloud servers, as well as services for management, migration, and maintenance of all related data.
Clause 30	To engage in the business of providing consultancy services in innovation and IT solutions, including the design and development of mobile and web applications, data center design and installation, big data management, and big data analytics using artificial intelligence (AI), as well as installation, maintenance, and consultancy services related to cloud services to support ongoing technological changes.
Clause 31	To engage in the business of collection, gathering, transportation, sorting, treatment, and disposal of municipal waste, sewage, and all types of unused materials from communities and industrial factories, including the processing of waste and unused materials into refuse-derived fuel (RDF) or other types of fuel for use in electricity generation, thermal energy, or other forms of energy. This includes operating power plants from waste and renewable energy, as well as the sale and purchase of electricity to and from government and private sector entities.

The Company provided shareholders with the opportunity to raise questions and express their opinions; however, no questions or comments were raised. The meeting facilitator therefore proposed that the meeting consider and approve the amendment of the Company’s objectives and the amendment of the Memorandum of Association in order to comply with applicable laws. The resolution on this agenda item requires approval by not less than three-fourths (3/4) of the total number of votes of shareholders present at the meeting and entitled to vote.

Resolution of the Meeting The meeting considered the matter and unanimously resolved to approve the amendment of the Company’s objectives and the amendment of the Memorandum of Association in compliance with applicable laws, **by not less than three-fourths (3/4)** of the shareholders present at the meeting and entitled to vote, as follows:

Voting results	Number of votes	Percentage
Agree	1,330,024,511	100
Disagree	0	0
Abstain from voting	0	0

Agenda 8 Other Matters (if any)

Ms. Chuthamas Chittithaworn, the Company Secretary, reported to the meeting that on 14 August 2025, the Stock Exchange of Thailand (SET) announced the suspension (SP sign) of the Company’s securities due to the auditor’s disclaimer of conclusion on the Company’s financial statements.



The basis for the disclaimer of conclusion on the consolidated statement of comprehensive income and the interim consolidated cash flow statement was that the Company had an investment in an associate (SGMP Co., Ltd.) as at 30 June 2024. However, the Company did not account for such investment using the equity method in accordance with financial reporting standards, as the Group did not have access to the financial information of the associate. As a result, the former auditor was unable to determine whether any adjustments were required to the share of profit (loss) from the investment in the associate in the consolidated statements of comprehensive income for the three-month and six-month periods ended 30 June 2024, and to retained earnings as at 30 June 2024 in the consolidated statement of financial position. Although the consolidated statements of comprehensive income for the three-month and six-month periods ended 30 June 2025 were not directly affected by this matter, since the issue had not yet been resolved, the auditor was unable to express a conclusion on such financial statements for the said periods due to the potential impact on the comparability of current period figures with prior period financial performance and cash flows.

Remedial Actions

- The Company has continuously followed up and requested the associate to provide its financial statements; however, no cooperation has been received from the associate over an extended period.
- The Board of Directors Meeting No. 6/2024 unanimously resolved to change the accounting treatment of the investment in the associate by reclassifying it as “non-current financial assets measured at fair value through other comprehensive income (FVOCI)” effective from the fourth quarter of 2024 onwards. This decision was made due to the associate’s prolonged lack of cooperation in providing financial information, indicating that the Company no longer has significant influence over such associate.

Outcome

Based on the financial statements for the year ended 31 December 2025, the auditor has expressed an unqualified opinion on the Company’s financial statements for the year ended 31 December 2025.

The Company provided shareholders with the opportunity to raise questions and express their opinions; however, no questions or comments were raised. The meeting facilitator therefore invited Chairman of the Board of Directors, to deliver a closing remark and formally adjourn the 2026 Annual General Meeting of Shareholders.

The Chairman informed the meeting that all agenda items as specified in the meeting invitation had been duly considered. He then expressed his appreciation to all shareholders and proxies for their time and participation, and declared the 2026 Annual General Meeting of Shareholders closed.



DIMET
Beyond Top Quality

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The meeting was adjourned at 12:00 p.m.

(Ms. Chuthamas Chittithaworn)

Company Secretary and Minutes Recorder

(Mr. Teng-Shih Huang)

Chairman of the Meeting