



Invitation to the 2026 Annual General Meeting of Shareholder

Pluk Phak Praw Rak Mae Public Company Limited

Friday, April 3, 2026, at 14.00 hrs.

By electronics media channels (E-AGM) only



บริษัท ปลูกผักเพราะรักแม่ จำกัด (มหาชน) (สำนักงานใหญ่) PLUK PHAK PRAW RAK MAE PUBLIC COMPANY LIMITED (HEAD OFFICE)

411 หมู่ 2 ตำบลหนองจ่อม อำเภอสันทราย จังหวัดเชียงใหม่ 50210
411 MOO 2, NONG CHOM, SAN SAI, CHIANG MAI, 50210
เลขประจำตัวผู้เสียภาษี 0107567000104

5 March 2026

Re Invitation to attend the 2026 Annual General Meeting of Shareholders

To Shareholders of Pluk Phak Praw Rak Mae Public Company Limited

Enclosure

1. Profile of the nominated candidates for the election of Directors in replacement of those retiring by rotation for the year 2026 (Agenda Item 4)
2. Qualifications of independent directors of the Company, including profiles of independent directors nominated by the shareholders to serve as proxies
3. Profiles of nominated auditors for the year 2026 (Agenda Item 6)
4. Step and procedures for registration and process to attend the Annual General Meeting of Shareholders for the Year 2026 via electronic means;
5. Documents and evidence to present in order to attend the Annual General Meeting of Shareholders via e-Request system, supporting documents for the appointment of proxies and voting procedures;
6. Proxy Forms A, B, and C (Proxy Form B is recommended);
7. Articles of Association of the Company concerning shareholders' meetings;
8. Request Form for the Annual Report 2025 (Form 56-1 One Report)
9. Privacy Notice for the Company's 2026 Annual General Meeting of Shareholders of Pluk Phak Praw Rak Mae Public Company Limited.

The Board of Directors of Pluk Phak Praw Rak Mae Public Company Limited (the "**Company**") has resolved to convene the 2026 Annual General Meeting of Shareholders on 3 April 2026 at 14.00 hours via electronic means only, in accordance with the requirements of the laws pertaining to electronic meetings. The Company has determined 20 February 2026 to be the record date for determining the list of shareholders entitled to attend the Annual General Meeting of Shareholders (Record Date).

Regarding the determination of the agenda for the 2026 Annual General Meeting of Shareholders, the Company announced on its website and via the Stock Exchange of Thailand's system to provide shareholders with the opportunity to propose significant matters for consideration as agenda items between 1 October 2025 and 30 November 2025, in accordance with the principles of good corporate governance for listed companies. However, upon the expiration of the specified period, no shareholders had proposed any matters for consideration as agenda items for the 2026 Annual General Meeting of Shareholders. The Company therefore gives notice of the meeting agenda according to the resolutions of the Board of Directors as follows:



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Agenda Item 1 To acknowledge the operating results for the year 2025

Objective and Reason: The report on the Company's operating results for the year 2025 is detailed in the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report), which has been distributed to shareholders and can be downloaded via the QR Code attached to this invitation notice.

The Board of Directors' Opinion: Deems it appropriate to propose that the Annual General Meeting of Shareholders acknowledge the Company's operating results for the year 2025.

Votes Required for Approval: This agenda item is for acknowledgement and there will be no casting of votes.

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

Objective and Reason: Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendments thereto) (the “Public Limited Companies Act”) and Article 46 of the Articles of Association of the Company, the Board of Directors is required to prepare a balance sheet and a statement of profit and loss as at the end of the fiscal year of the Company for submission to the Annual General Meeting of Shareholders for consideration and approval. The Board of Directors must also ensure that such financial statements are audited by the auditor prior to submission to the shareholders' meeting. In this regard, the Company has prepared its financial statements for the fiscal year ended 31 December 2025, as detailed in Section 3 - Financial Statements of the Annual Registration Statement / Annual Report (Form 56-1 One Report), which has been made available to shareholders and can be accessed via the QR Code attached to this invitation. The key financial details are summarised as follows:

(Unit : Baht)

Items	Financial Statements	
	2025 (As currently proposed)	2024
Total Assets	2,447,807,634	2,690,762,538
Total Liabilities	735,814,299	951,739,398
Shareholders' Equity	1,711,993,405	1,739,023,140
Paid-up Capital	304,500,000	304,500,000
Total Revenue	2,726,450,653	2,444,127,562
Net Profit	70,407,641	201,687,858
Basic Earnings Per Share (Baht/Share)	0.12	0.41



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The Board of Director's Opinion: The Board of Directors considers it appropriate to propose that the Annual General Meeting of Shareholders approve the Company's financial statements for the fiscal year ended 31 December 2025, which have been audited by the external auditor, reviewed by the Audit Committee, and endorsed by the Board of Directors.

Votes required for approval: The resolution for this agenda item must be approved by a majority vote of the shareholders present at the Meeting and casting their votes.

Agenda Item 3 To consider and approve the allocation of the net profit as a legal reserve and dividend payment from the operating results for the year 2025

Objective and Reason:

- 1) Pursuant to Section 115 of the Public Limited Companies Act and Article 51 of the Articles of Association of the Company, no dividends shall be paid other than out of profits. If the Company has accumulated losses, dividends shall not be distributed. The dividend payment shall be made in proportion to the number of shares, on a per-share basis, and must be approved by the shareholders' meeting.
- 2) Pursuant to Section 116 of the Public Limited Companies Act and Article 53 of the Articles of Association of the Company, the Company must appropriate at least five (5) per cent of its annual net profit, after deducting accumulated losses (if any), as a legal reserve until such reserve reaches at least ten (10) per cent of the registered capital.

The Company currently has a registered capital of Baht 304,500,000 and a legal reserve of Baht 30,500,000, representing ten percent (10%) of its registered capital, which is in full compliance with the requirements prescribed by law and the Company's Articles of Association. Accordingly, the Company is not required to make any further allocation of annual net profit to the legal reserve.

- 3) The Company has a dividend payment policy of distributing at least forty (40) per cent of its net profit from its separate financial statements, after deducting corporate income tax and allocations to all required reserves under the applicable laws and the Company's Articles of Association. However, the dividend payout may be lower than this threshold, subject to various factors such as economic conditions, the Company's financial performance and financial position, cash flow, working capital, investment and business expansion plans, outstanding liabilities, restrictions under loan agreements, and other relevant considerations. The Board of Directors will carefully evaluate these factors before making any dividend recommendations.



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- 4) The dividend payment details based on the operating results for the year 2025 are as follows:

Details of Dividend Payment	2025 (As currently proposed)	2024
Net profit from separate financial statements (Baht)	70,407,641	201,687,858
Number of shares (shares)	609,000,000	609,000,000
Allocation to legal reserve (Baht)	-	17,200,000
Dividend payment rate (Baht per share)	0.07	0.16
Total dividend payment (Baht)	42,630,000	97,440,000
Dividend payout ratio (%)	60.55	48.31

The Board of Director's Opinion: The Board of Directors has considered various factors, including operating results, estimated cash flow, and the Company's dividend policy, and deems it appropriate to propose that the Annual General Meeting of Shareholders consider the following:

- (1) approve the omission of the allocation of net profit for the year 2025 as a legal reserve, as the Company has already allocated the legal reserve in an amount not less than ten percent (10%) of its registered capital, as required by law, and therefore no additional allocation to the legal reserve is required;
- (2) approve the dividend payment for the operating results of the year 2025 at the rate of 0.07 Baht per share, totaling 42,630,000 Baht.

In this regard, the Company will determine the list of shareholders who are entitled to receive dividends (Record Date) on February 20, 2026, and the dividend payment shall be made on April 29, 2026. However, the entitlement to receive such dividend remains uncertain as it requires approval from the Annual General Meeting of Shareholders for the Year 2026.

Votes required for approval: A majority vote of the shareholders present at the Meeting and casting their votes.

Agenda Item 4 To consider and approve the election of directors to replace those who are due to retire by rotation

Objective and Reason: Pursuant to Section 71 of the Public Limited Companies Act and Article 21 of the Articles of Association of the Company, at every annual general meeting of shareholders, one-third (1/3) of the directors shall retire from office. If the number of



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directors is not a multiple of three, the number nearest to one-third (1/3) shall retire from office. The directors to retire from office in the first and second years following the registration of the Company shall be selected by drawing lots. In subsequent years, the directors who have held office for the longest period shall retire. A retiring director is eligible for re-election. At present, the Company has a total of 7 directors. At the Annual General Meeting of Shareholders for the Year 2026, there are 3 directors who are due to retire by rotation as follows:

- | | |
|------------------------------|--|
| 1. Mr. Udomsak Rojviboonchai | Chairman of the Audit Committee /
Independent Director / Member of Nomination
and Compensation Committee |
| 2. Mr. Kraipit Premmani | Director |
| 3. Mr. Woradet Suchaibunsiri | Director |

The Company has announced on the Company's website and via the Stock Exchange of Thailand's system to give shareholders the opportunity to nominate persons to be elected as the Company's directors at the Annual General Meeting of Shareholders for the Year 2026 between October 1, 2025, and November 30, 2025, in accordance with the principles of good corporate governance of listed companies. However, when the specified period had lapsed, no shareholders had nominated any persons to be considered as directors of the Company, either by post or by electronic mail (E-mail).

The Nomination and Remuneration Committee (excluding directors with vested interests) has undertaken nomination procedures by duly considering candidates' qualifications as required by law, the Company's Articles of Association, related regulations, and the Board Skills Matrix. The Committee has also considered qualifications, skills, experience, and expertise that would be most beneficial to the Company's operations. After careful and thorough consideration, the Board of Directors has determined that the candidates possess complete qualifications in accordance with relevant regulations and are suitable for the Company's business operations. Therefore, it is deemed appropriate to nominate three persons to serve as directors and propose to the Annual General Meeting of Shareholders for the Year 2026 to elect them in replacement of those who are due to retire by rotation in 2026, as follows:

- | | |
|------------------------------|---|
| 1. Mr. Udomsak Rojviboonchai | To be reappointed as Chairman of the Audit
Committee / Independent Director / Member
of Nomination and Compensation Committee |
| 2. Mr. Kraipit Premmani | To be reappointed as Director |



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3. Mr. Woradet Suchaibunsiri

To be reappointed as Director

It is considered that all three nominated persons are appropriate to be considered for election as company directors because they have knowledge and abilities that are beneficial to the Company's operations. They also possess expertise in business administration, organisational development, innovation and environment, risk management, and experience in managing and developing large organisations. The Board of Directors has also considered and resolved that the nominated director in (1) be proposed as an independent director of the Company since this nominated director's qualifications are in accordance with applicable laws and regulations pertaining to independent directors and possesses complete independence in accordance with the definition of an independent director of the Company (details of which appear in Enclosure 2). This person can provide opinions independently and in accordance with the relevant guidelines. Additionally, this individual does not hold the position of director or management in any companies which may have conflicts of interest with the Company, and no independent director has held the position of independent director of the Company for more than 9 years.

The Board of Director's Opinion: Deems it appropriate to propose that the Annual General Meeting of Shareholders approve the election of three persons to be the Company's Board of Directors to replace those who are due to retire by rotation, namely 1) Mr. Udomsak Rojviboonchai 2) Mr. Kraipit Premmani and 3) Mr. Woradet Suchaibunsiri, which have been carefully considered and reviewed by the Nomination and Remuneration Committee and subsequently endorsed by the Board of Directors. The nominated director in (1) is qualified as independent director as prescribed in applicable laws and regulations pertaining to independent directors and possesses complete independence in accordance with the definition of an independent director of the Company. Profiles of the nominated directors, as well as definition of an independent director, are shown in Enclosure 1 and Enclosure 2, respectively. Besides, the directors who are considered to have potential conflicts of interest in this election were not in the meeting room and did not vote for the proposal at the Board of Directors' Meetings.

Votes required for approval: The resolution for this agenda shall be individually voted on and adopted by a majority vote of the shareholders present at the Meeting and casting their votes.

Agenda Item 5 To consider and approve the directors' remuneration and the subcommittee member for the year 2026



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Objective and Reason: Pursuant to Section 90 of the Public Limited Companies Act, the payment of directors' remuneration shall be in accordance with the Company's Articles of Association and a resolution of the shareholders' meeting, which must be approved by not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting. Article 26 of the Articles of Association of the Company stipulates that directors are entitled to receive remuneration from the Company in the form of a retainer fee, meeting allowance, gratuity, bonus, or other benefits, as determined by the shareholders' meeting with approval by not less than two-thirds (2/3) of the total votes of the shareholders present. The remuneration may be set as a fixed amount or determined based on specific criteria and may be established on a case-by-case basis or remain in effect until changed by a subsequent resolution of the shareholders' meeting. Additionally, directors are entitled to receive allowances and other benefits in accordance with the Company's policies.

The Board of Directors, after careful consideration by the Nomination and Remuneration Committee, has evaluated the criteria for determining the remuneration of the Company's directors by considering various factors, including the Company's performance, individual directors' performance, assigned duties and responsibilities, and ensuring that the remuneration remains appropriate and comparable to that of companies in the same industry. The proposed remuneration aligns with the average remuneration of listed companies as surveyed in the Director Compensation Survey Report conducted by the Thai Institute of Directors Association (IOD). As a result, it is deemed appropriate to maintain the remuneration structure at the same level as in 2025, as detailed below:

Remuneration Component	2026 (As currently proposed)	2025
Board of Directors		
Monthly Remuneration (Baht/person)		
• Chairman	42,000	42,000
• Director	30,000	30,000
Meeting Allowance (Baht/person/time) (for those in attendance only)		
• Chairman	10,000	10,000
• Director	10,000	10,000



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Remuneration Component	2026 (As currently proposed)	2025
Sub-committees		
1. <u>Audit Committee</u> (*meetings to be held at least once per quarter) Monthly Remuneration (Baht/person) <ul style="list-style-type: none"> • Chairman • Director Meeting Allowance (Baht/person/time) (for those in attendance only)	20,000 10,000 None	20,000 10,000 None
2. <u>Nomination and Remuneration Committee, and other subcommittees which may be appointed by the Board of Directors as deemed appropriate in the future</u> <ul style="list-style-type: none"> • Monthly Remuneration (Baht/person) • Meeting Allowance (Baht/person/time) (for those in attendance only) 	None 10,000	None 10,000
3. Remuneration for Executive Directors	None	

The Board of Director's Opinion: Deems it appropriate to propose that the Annual General Meeting of Shareholders approve the remuneration of directors and subcommittees for the year 2026, comprising monthly remuneration and meeting allowance, at the same rate as the year 2025. The Nomination and Remuneration Committee has duly reviewed this proposal, which has been subsequently endorsed by the Board of Directors.

Votes required for approval: Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

Agenda Item 6 To consider and approve the appointment of auditors and the determination of audit fees for the year 2026

Objective and Reason: Pursuant to Section 120 of the Public Limited Companies Act and Article 43 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to appoint the Company's auditors and determine the audit fees on an annual basis. The Audit Committee has considered and selected EY Office Limited



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as the Company's audit firm for the year 2026. This selection is based on the firm's approval by the Securities and Exchange Commission (SEC), its internationally recognised professional standards, and its expertise in auditing. EY Office Limited has consistently provided high-quality audit services, ensuring the Company's financial statements are audited efficiently, reliably, and with credibility. Furthermore, when comparing the scope of work and audit fees with other firms of similar scale, it was found that EY Office Limited offers an appropriate and competitive audit fee structure.

The Board of Director's Opinion: Deems it appropriate to propose that the shareholders' meeting approve the appointment of auditors from EY Office Company Limited as the Company's auditors, namely:

Auditor Name	Certified Public Accountant (CPA) Registration No.	Years of Service as the Company's Auditor
(1) Mr. Kittiphun Kiatsomphob	8050	4 years
(2) Miss Kessirin Pinpuvadol	7325	-
(3) Mr. Pornanan Kitjanawanchai	7792	-

The proposed audit firm and auditors have no relationship with or interests in the Company, its executives, major shareholders, or any related persons thereof. Any one of the aforementioned auditors shall be authorised to conduct the audit and express an opinion on the Company's financial statements. In the event that none of these three auditors is able to perform their duties, EY Office Company Limited shall designate another of its certified public accountants to conduct the audit and express an opinion on the Company's financial statements in their place. The Board of Directors shall ensure that the financial statements can be prepared within the required timeframe and is confident that EY Office Company Limited can provide timely audit services, as it is a large audit firm with sufficient and appropriate staff allocation and systematic audit planning. The Company has provided the auditors' profiles and information regarding their independence (details as shown in Enclosure 3). Furthermore, the Board deems it appropriate to propose that the shareholders' meeting approve the audit fee for the year 2026 in the amount of 2,200,000 Baht, at the same rate as in 2025. The details of the audit fees are as follows:

Audit Fee	2026 (As currently proposed)	2025	Increase / (Decrease)
Audit fee and quarterly review fee	2,200,000 Baht	2,200,000 Baht	0 Baht



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The above audit fee does not include non-audit fees.

Non-audit fees for the year 2025: None

Votes required for approval: A majority vote of the shareholders present at the Meeting and casting their votes.

Agenda Item 7 Other matters (if any)

The Company provides shareholders with the opportunity to submit questions regarding each agenda item of the 2026 Annual General Meeting of Shareholders or any other material information of the Company before the date of the Meeting via email to comsec@ohkajhu.com, in order that the Board of Directors or the management can prepare the relevant information for clarification.

The Company, therefore, invites the shareholders to attend the Meeting on 3 April 2026 at 14.00 hours via electronic means only, in accordance with the rules stipulated in the law relating to electronic meetings. It is advisable that shareholders study the Guidelines and procedures for registration to attend the 2026 Annual General Meeting of Shareholders via electronic means and proxy method as detailed in Enclosure 4.

For shareholders who wish to attend the meeting in person via electronic means or appoint a proxy who is not an independent director of the Company to attend the meeting via electronic means, shareholders may register or appoint a proxy via e-Request system according to methods and procedures as set out in the Guidelines and procedures for registration to attend the Annual General Meeting of Shareholders via electronic means in Enclosure 4, from 27 March 2026 at 08.30 hours until the Meeting is adjourned on 3 April 2026.

For shareholders who wish to appoint an independent director of the Company as their proxy, the names and details of which appear in Enclosure 2, shareholders may appoint a proxy via e-Request system according to methods and procedures as set out in the Guidelines and procedures for registration to attend the Annual General Meeting of Shareholders via electronic means in Enclosure 4, or shareholders may submit proxy documentation via registered mail with return receipt to the Company Secretary, Pluk Phak Praw Rak Mae Public Company Limited, No. 1467/8 Phaholyothin Road, 9th Floor, Room 904, The Rice Tower Building, Phaya Thai Sub-district, Phaya Thai District, Bangkok 10400, from 26 March 2026 at 08.30 hours until 2 April 2026 at 17.00 hours. The proxy documentation sent via registered mail must arrive at the Company by 2 April 2026 at 17.00 hours.

The details of supporting documents and evidence required to attend the Annual General Meeting of Shareholders via e-Request system, supporting documents for the appointment of proxies and voting procedures are shown in Enclosure 5.

After the Company has verified the registrations and documents that shareholders have submitted to the Company as mentioned above, and has verified the names of shareholders entitled to attend the



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Meeting as at the Record Date of 20 February 2026, Inventech Systems (Thailand) Co., Ltd., the meeting control system provider certified by the Electronic Transactions Development Agency, will send the "Link", "Username", and "Password" for logging into the Meeting via electronic means to shareholders using the email address as notified to the Company.

The Company recommends using Proxy Form B as shown in Enclosure 6, as shareholders can cast their votes for specific agenda items. The Company will conduct the Meeting in compliance with its Articles of Association as set out in Enclosure 7.

On the date of the Meeting, shareholders or proxies (in the case of a proxy) are requested to attend the Meeting via the "Link" by entering the "Username" and "Password" received via the email address as notified to the Company during the registration process. The Company shall allow shareholders and proxies to register to attend the Meeting via electronic means on 3 April 2026 from 12.00 hours onwards, and the Meeting shall commence at 14.00 hours.

The Company has prepared the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report) in QR Code format as detailed in Enclosure 8 in order to support the campaign against global warming. However, if shareholders would like to receive a hard copy, they may complete the requisition form as detailed in Enclosure 8 and return it to the Company via email to comsec@ohkajhu.com or by post to the Company Secretary, Pluk Phak Praw Rak Mae Public Company Limited, No. 1467/8 Phaholyothin Road, 9th Floor, Room 904, The Rice Tower Building, Phaya Thai Sub-district, Phaya Thai District, Bangkok 10400. The Company will then send the hard copy of the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report) to you.

Yours faithfully,

-Chalakon Eakchaipatanakul-

(Mr. Chalakon Eakchaipatanakul)

Chief Executive Officer

Remark :

For further inquiries or assistance with the e-Request system or Electronic Annual General Meeting (E-AGM) system: Please contact: Inventech Call Center Telephone: 02-460-9226 Available from March 27 to April 3, 2026, 08:30 - 17:30 hrs.

(Operating hours on business days only, excluding public holidays)

For additional information: Please contact: Company Secretary Telephone: 098-750-15591

Email: comsec@ohkajhu.com (Operating hours on business days only, excluding public holidays)