

KC.013/68

February 28, 2025

Re: Notification of Schedule and Agenda of the 2025 Annual General Meeting of Shareholders of Shareholder's of 2025 and Dividend Payment for the 2024 Business Year,

To: Directors and Managers
The stock Exchange of Thailand

Kumwell Corporation Public Company Limited (“**Company**”) would like to notify the resolution of Board of Directors’ Meeting No. 1/2025 dated February 28, 2025 at 14.00 hrs. as follow:

1. Scheduled the 2025 Annual General Meeting of Shareholders on April 25, 2025 at 14.00 hrs.

at Kumwell Academy Room, 6th floor, Head Office, 358 Liang Muang Nonthaburi Rd., Bang krasor, Mueang Nonthaburi, Nonthaburi

2. Determined March 14,2025 as the date for determining the name of shareholders entitled to attend the 2025 Annual General Meeting of Shareholders and the date for determining the name of shareholders who shall be entitled to receive the dividend payment (Record Date) on May 8,2025 and the dividend payment is set for May 23,2025. (The right to receive such dividend payment may be change which is subject to the approval of the 2025 Annual General Meeting of Shareholders on April 25, 2025)

3. The agenda items for the 2025 Annual General Meeting of Shareholders are as follows:

Agenda 1 To certify the minutes of the 2024 Annual General Meeting of Shareholders.

The Board’s Opinion: The Board of Directors deems it is appropriate to certify the minutes of the 2024 Annual General Meeting of Shareholders.

Agenda 2 To acknowledge the 2024 Company’s operating result for the year ended December 31, 2024

The Board’s Opinion: The Board of Directors deemed appropriate to propose the 2025 Annual General Meeting of Shareholders to acknowledge the 2024 Company’s operating result for the year ended December 31, 2024.

Agenda 3 To consider and approve the Company’s financial statements for the accounting period ended December 31, 2024.

The Board’s Opinion: The Board of Directors considered and deemed it appropriate to report the performance results of the Company for the year 2024 to the meeting of shareholders for acknowledgement.

Agenda 4 To consider and approve the profit dividend payment derived from operating results for the year ended 31 December 2024.

The Board’s Opinion: The Board of Directors deems appropriate to propose to the 2024 Annual General Meeting of Shareholders the approval of a dividend payment at Baht 0.06 per share, for 430,000,000 shares, totaling Baht 25.80. Million

- Agenda 5 To consider and approve the election of Company's directors to replace of those who will retire by rotation.

The Board's Opinion: Pursuant to Article 18 of the Company's Articles of Association, at Annual General Meeting of Shareholders in each year, at least one-third (1/3) of directors shall retire by rotation and if it should be impossible for the number of directors to be divided into three, the number nearest to one-third (1/3) shall be retire. The directors who shall retire in the first and second year after the registration of the Company shall be selected by drawing. In the subsequent years, the directors who have held office longest shall retire. Retiring directors are eligible for re-election.

At the 2025 Annual General Meeting of Shareholders, the sixth meeting after the company is listed as a public limited company. Therefore, three directors who have been in position for the longest time shall be retired as shown in the table below.

The Board of Directors, excluding those with conflicts of interests, deemed appropriate, as proposed by The Nomination and Remuneration Committee to propose the re-elected of the following for another term at the 2025 Annual General Meeting of Shareholders.:

Name	Position
1. MR. SARAVUT BUSAYARAT	Independent Director / Chairman of Audit Committee /Chairman of Nomination and Remuneration Committee
2. CAPT. WERACHAT KUAN-NGERN	Director /Corporate Governance/Risk Management /Sustainability Committee / Chief Innovation Officer
3. Mr.PREECHA PANASUWANNARAT	Director / Chief Production Officer

- Agenda 6 To consider and approve the director's remuneration for the year 2025.

The Board's Opinion: Further to the resolution of the Board of Directors' Meeting No. 1/2025 dated February 28,2025 which considered and approved the director's remuneration for the year 2024. The Board of Directors, as proposed by the Nomination and Remuneration Committee, deemed appropriate to determine the director's remuneration, audit committee's remuneration and remuneration of Chairman of the Risk Management Committee and propose the 2025 Annual General Meeting of Shareholders to consider and approve the remuneration for the year 2025, as per following details:

Position	Year 2024 (Existing Rate)		Year 2025 (Proposed Rate)	
	Remuneration (THB/Month)	Meeting allowance (THB/Time)	Remuneration (THB/Month)	Meeting allowance (THB/Time)
Chairman of the Board (Independent Director)	29,000		29,000	
Non-executive Director	18,000		18,000	
Chairman of Audit Committee		26,000		26,000
Audit Committee		18,000		18,000
Chairman of the Risk Management Committee (Independent Director)		18,000		18,000

Non-executive Directors will be eligible to receive a bonus not exceeding 2 percent of net profit after legal reserve. The Nomination and Remuneration Committee, deemed appropriate for bonus allocation and propose to the Board of Directors for approval.

In addition to cash remuneration, directors also receive additional remuneration including Directors' and Officers' Liabilities Insurance with coverage amount of Baht 30 million and insurance premium of approximately Baht 70,000 per year.

Agenda 7 To consider and approve the appointment of the Company's auditor and audit fee for the year 2025.

The Board's Opinion: The Board of Directors, as proposed by the Audit Committee, deemed appropriate to propose the 2025 Annual General Meeting of Shareholders consider and approve the appointment of the Company's auditor and audit fee for the year 2025 (the third year). as the Audit Committee proposed to appoint the auditors from EY Office Co., Ltd. to be auditors of the Company as follow:

- 1). Mr.Chatchai Kasemsrithanawat Certified Public Accountant No. 5813 or
- 2) Mr.Preecha Arunnara Certified Public Accountant No. 5800 or
- 3) Miss Sutthirak Fakon Certified Public Accountant No. 7712

Fix the audit fee to be in the amount of Baht 1,800,000 (same as in 2024), comprising Baht 1,700,000 for the company and Baht 100,000 for its subsidiary. This amount, excludes additional expenses such as traveling expenses, operating in other provinces and audit of profit per BOI Certificate Baht 80,000 etc.

In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.

Agenda 8 Any Other Business (if any).

Please be informed accordingly.

Sincerely yours

Kumwell Corporation Public Company Limited



Mr. Boonsak Kiatjaroonlert

Chief Executive Officer