



Invitation Letter for  
Annual General Meeting of  
Shareholders for 2026

S P V I Public Company Limited

On Friday, April 4, 2026 at 2.00 PM

MS Siam Tower

At the Conference Room (ASIC Meeting Room), 31<sup>th</sup> Floor  
1023, Rama III Road, Chongnonsi, Yannawa, Bangkok 10120

Registration at 12.00 PM

March 2, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: All Shareholders of S P V I Public Company Limited

Enclosures:

1. Annual Report 2025 (Form 56-1 One Report) of the Company in which the Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2025 in QR Code format
2. Information of directors in replacement of those who retired by rotation.
3. The Article of Association regarding the Shareholder's Meeting and Voting Procedures
4. Documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting
5. Definition and information of Independent Directors to present as proxy
6. Proxy form
7. The map of meeting venue
8. Notice of Personal Data Collection and Processing for the 2026 Annual General Meeting of shareholders

Notice is hereby given by the Board of Directors of S P V I Public Company Limited (“**The Company**”) that the Annual General Meeting of Shareholders for 2026 shall be held on Friday, April 3, 2026 at 2.00 PM at the Conference Room (ASIC Meeting Room), 31<sup>st</sup> Floor, MS Siam Tower, No. 1023, Rama III Road, Chongnonsi, Yannawa, Bangkok 10120. The agenda is as follows:

**Agenda 1      To Acknowledge the Board of Directors' Report on the Company's Operating Results in 2025.**

Purpose and Rationale: The Company has summarized the operating results of the fiscal year ended December 31, 2025 and recorded its Total Revenue of 8,361.99 million Baht and Net Profit of 101.63 million Baht. The details of Company's operating results were presented in the enclosed 2025 Annual Report (Form 56-1 One Report) in QR Code form. (Enclosure 1)

The Board's Opinion: The Board considered appropriate to acknowledge Shareholders the Company's operating results and 2025 Annual Report (Form 56-1 One Report) in the meeting.

**Agenda 2 To consider and approve the Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2025.**

Purpose and Rationale: According to the Public Limited Companies Act, B.E. 2535, Section 112, The Board of Directors has prepared the Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2025 which have been audited by the Certified Public Accountant prior to submit to shareholders' meeting for approval

The Board's Opinion: The Board has agreed to present in the shareholders' meeting the Company's Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2025 which have been audited by the Certified Public Accountant as the details in the Annual Report (Form 56-1 One Report) (Enclosure 1)

**Agenda No. 3 To consider and approve the dividend payment and acknowledge the profit apportionment as legal from operating result for the year ended December 31, 2025 and to determine the record date to entitle to receive dividends.**

Purpose and Rationale: According to the Public Limited Companies Act, B.E. 2535, Section 115, the Company has to pay dividends out of profits. As well as, the Section 116 and Article no. 51 of the Company's Article of Association required the Company to allocate not less than 5 percent of annual net profit, after deducting for retained loss (if any) to legal reserve until such reserve has amounted to a level equal to not less than 10 percent of the registered capital.

The Company has a policy to pay dividends at the rate of not less than 40 percent of net profits after income tax. However, the Company may assign the dividend rate less than the rate set above if the Company is required to invest that amount of net profit to further expand the Company's operations.

The Board's Opinion: The Board agreed to propose approval for dividend payment and acknowledge the profit apportionment as legal reserve from the Company' operating results in 2025 as per details below:

- Refer to the Company's operating result for the year ended December 31, 2025, the Company had a net profit of 101,631,120 Baht. The Board proposed dividend payment at the rate of 0.145 Baht per share (0.50 Baht Par Value) totaling 58,000,000 baht. The Record Date of the list of shareholders entitled to receive the dividend is on March 4, 2026 and the dividend payment date will be on April 24, 2026. (Nevertheless, the right to receive such dividend is still uncertain until it is approved by the Annual General Meeting of Shareholders 2026)

- The Company has apportioned profit as legal reserve at the amount of 20,000,000 baht which is accounted for 10 percent of the registered capital. Therefore, it is not necessary to consider additional profit apportionment as legal reserve.

**Information of dividend payment comparing to last fiscal year:**

Detail of dividend payment	Year 2025	Year 2024
Net Profit (Baht)	101,631,120	48,389,663
No. of Share (Share)	400,000,000	400,000,000
Dividend per Share (Baht)	0.145	0.080
Total Dividend Payment (Baht)	58,000,000	32,000,000
Percentage of Dividend Payment (Approximate)	57 percent	66 percent

This dividend payment rate is in accordance with the Company's dividend payment policy.

**Agenda 4**

**To consider the appointment of Directors to replace the Directors retiring by rotation.**

Purpose and Rationale: According to the Public Limited Companies Act, B.E. 2535 and Clause 18 of the Company's Article of Association determined that one-third, or the nearest number of the Board of Directors shall retire each year at the Annual General Meeting. The Directors who retired by rotation in 2026 are as follows:

Name – Last Name	Position
1. Mr. Sujin Suwannagate	Independent Director
2. Mr. Narathorn Wongvises	Director (Authorized Directors)
3. Mrs. Petcharat Volyarngosol	Director (Authorized Directors)

In 2026 Annual General Meeting, the Company provided an opportunity for shareholders to nominate qualified candidates for election as the Company's Directors to the Board to consider in advance since December 1-31, 2025 via the Company's website which has no shareholder nominated a candidate for directorship.

The Nomination and Remuneration Committee, with the exception of the members who had a conflict of interest, has considered the qualification of directors as prescribed in relevant laws and the Company's Articles of Association and agreed that these 3 retiring directors including Mr. Sujin Suwannagate, Mr. Narathorn Wongvises and Mrs. Petcharat

Volyarngosol are qualified in accordance with the Public Limited Company Act B.E. 2535 and the Notification of the Securities and Exchange Commission and the Notification of the Stock Exchange of Thailand. Their knowledge, capabilities, experience in various fields, moral and ethical as well as their performance as the members of committee or sub-committee are satisfied throughout the period of tenure. The Nomination and Remuneration Committee recommends the Company's Board of Directors to propose in the Annual General Meeting of Shareholders to reappoint these 3 directors to serve for another term of services.

The Board's Opinion: The Board, with the exception of the members who had a conflict of interest, considered and agreed that these 3 Directors had the appropriated qualifications in accordance to the Public Limited Company Act, B.E. 2535. Their knowledge, capabilities and experience in the business related to the Company will be able to improve the Company's operating performance. The Boards agreed to reappoint these 3 Directors to serve for another term of services. The Director list is as follows:

1. Mr. Sujin Suwannagate
2. Mr. Narathorn Wongvises
3. Mrs. Petcharat Volyarngosol

In addition, the persons nominated as Independent Director, namely, Mr. Sujin Suwannagate capable of expressing their opinions independently and meet all the qualifications stipulated in the relevant regulations. Details of each Director's age, number and percentage of shareholding, educational background, expertise, work experience, and board-meeting attendance are provided in Enclosure 2.

## **Agenda 5      To consider and approve the remunerations of the Directors**

Purpose and Rationale: According to Clause 34 of the Company's Article of Association, The Company's Directors are eligible to receive remuneration in the form of prize, meeting allowance, bonus or the benefits in other form as per the regulations or the considerations in the Shareholders' meeting.

The Board's Opinion: The Board agreed to propose approval for the remuneration of the Directors. The details as follows:

**5.1 Consider approval bonus for the directors in accordance with the operating result for the year ended December 31, 2025**

The operating result for the year ended December 31, 2025 as per following;

Operating Result	Year 2025	Year 2024	Increased (Decreased)
Revenue (Baht)	8,361.99	6,831.40	1,530.59 22.41%
Net Profit (Baht)	101.63	48.39	53.24 110.02%

The Nomination and Remuneration Committee has considered the bonus for directors as per appropriateness in accordance to the operation result of the company, role and responsibilities and individual performance of each director.

Information of bonus payment comparing to last fiscal year

Name – Last Name	Position	Year 2025 (Baht)	Year 2024 (Baht)
1. Mr. Teera Aphaiwongse	Chairman of the Board Independent Director Chairman of Audit Committee Chairman of Nomination and Remuneration Committee	400,000	-
2. Mr. Sujin Suwannagate	Vice Chairman of the Board Independent Director Member of Audit Committee Member of Nomination and Remuneration Committee	180,000	-
3. Mr. Narathorn Wongvises	Director Chairman of the Risk Management Committee	150,000	-
4. Mr. Min Intanate	Director Executive Chairman	150,000	-
5. Mr. Trisorn Volyarngosol	Director Executive Director Members of the Risk Management Committee Managing Director	-	-

Name – Last Name	Position	Year 2025 (Baht)	Year 2024 (Baht)
6. Mrs. Petcharat Volyarngosol	Director Executive Director Member of the Risk Management Committee	-	-
7. Mrs. Susama Rativanich	Independent Director Member of Audit Committee Member of Nomination and Remuneration Committee	150,000	-
8. Mr. Sophon Intanate	Director	150,000	-
<b>Total</b>		<b>1,180,000</b>	<b>-</b>

Mr. Trisorn Volyarngosol and Mrs. Petcharat Volyarngosol proposed not to receive the bonus from Director position.

The Board's Opinion: The Board agreed to propose in the Annual General Meeting to approve the proposed bonus payment from operating results for the year ended December 31, 2025 for the Directors.

## 5.2 Consider approval the 2026 remuneration for directors.

The Nomination and Remuneration Committee has considered remuneration for individual directors in accordance with the role and responsible of individual director and such remunerations are in appropriate rate comparing to the market and the listed company in the same business size. As well as, such remunerations are in sufficient rate to motivate and maintain the quality directors with the company. The committee recommended the Board of Director to propose in the Annual General Meeting of Shareholder to approve 2026 remuneration at the equal rate with 2025 as following details;

Director	Remuneration (Baht/Month)	Remuneration (Baht/Month)
Chairman of the Board	130,000	130,000
Vice Chairman of the Board	60,000	60,000
Chairman of Audit Committee	20,000	20,000
Director/ Independent Director	40,000	40,000
Member of Audit Committee	10,000	10,000

Meeting allowance for directors who attend the meeting	Year 2026 (Baht/Meeting)	Year 2025 (Baht/Meeting)
Meeting allowance for directors who attend the meeting	5,000	5,000
Meeting allowance for the Nomination and Remuneration Committee who attends the meeting	5,000	5,000
Meeting allowance for the Risk Management Committee	5,000	5,000
Other Benefits (Special Remuneration) of the Board of Directors and Sub-Committees	- None -	- None -

Name – Last Name	Position	Year 2026 (Baht/Month)	Year 2025 (Baht/Month)
1. Mr. Teera Aphaiwongse	Chairman of the Board	130,000	130,000
	Chairman of Audit Committee	20,000	20,000
2. Mr. Sujin Suwannagate	Vice Chairman of the Board	60,000	60,000
	Member of Audit Committee	10,000	10,000
3. Mr. Min Intanate	Director	40,000	40,000
4. Mr. Narathorn Wongvises	Director	40,000	40,000
5. Mr. Trisorn Volyarngosol <sup>(1), (2)</sup>	Director	-	-
6. Mrs. Petcharat Volyarngosol <sup>(1), (2)</sup>	Director	-	-
7. Mrs. Susama Rativanich	Independent Director	40,000	40,000
	Member of Audit Committee	10,000	10,000
8. Mr. Sophon Intanate	Director	40,000	40,000

Remarks:

1. Mr. Trisorn Volyarngosol and Mrs. Petcharat Volyarngosol proposed not to receive remuneration of the Director because they are employee/advisor who receive a regular salary from the Company.
2. The Risk Management Committee member who are executive of the Company shall not receive meeting allowance because they are the Company's executives.
3. The company shall pay the meeting allowance to the directors who attend the meeting only.

The Board's Opinion: The Board agreed with the Nomination and Remuneration Committee to propose in the Annual General Meeting to approve the proposed 2026 remuneration for the Directors.

**Agenda 6 To consider and approve the appointment of the Company's external auditors and the audit fees**

Purpose and Rationale: According to the Section 120 of the Public Limited Companies Act, B.E. 2535 (1992), at annual ordinary meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the Company. In addition, the Securities and Exchange Commission no. 75/2561 subject to criteria, conditions, and procedures for reporting, disclosure of the financial position and operating results of the Company that issued the securities (no. 14), the Company has to rotate the external auditors when they had performed their duties for 7 consecutive fiscal years. Such external auditors must cease performing audit services for the Company for 5 consecutive fiscal years. The rotation is not necessary to be replaced by the new audit firm. The Company can appoint new individual auditor from current audit firm.

The proposed auditors are the auditors who had performed their duties for less than 7 consecutive fiscal year.

The Audit Committee has considered in subject of audit fee and the expertise and deemed that the EY Office Company Limited is generally accepted for its experiences and reputations. As well as the proposed audit fee is reasonable. In addition, the EY Office Company Limited is independent and has no conflict of interest with the Company, the management, the majority shareholders or any other related person as well as no subsidiary.

The Audit Committee has agreed with the Executive Committee to propose the Board to propose in General Meeting of Shareholders to appoint auditors from the EY Office Company Limited to be the Company's auditors for 2026. The list of auditors as follows:

Name of Auditor	CPA Registration No.	Number of years certified on the Company's financial statements
Ms. Satida Ratananurak	4753	2 (2018-2019)
Ms. Natteera Pongpinitpinyo	7362	-
Mr. Somsak Chiratdhitiamphyvong	8874	-
Mr. Chawalit Chaluayampornbut	8881	2 (2024-2025)

The Board's Opinion: The Board has agreed to propose in the shareholders' meeting to approve the appointment of Miss Satida Ratananurak CPA Registration No. 4753 and/or Ms. Natteera Pongpinitpinyo CPA Registration No. 7362 and/or Mr. Somsak Chirathitiamphyvong CPA Registration No. 8874 and Mr. Chawalit Chaluayampornbut CPA Registration No. 8881 of EY Office Company Limited as the Company's auditors and the audit fee is 1,430,000 Baht per year.

Description	EY Office Company Limited		Increase (Decrease)
	Year 2026	Year 2025	
Audit Annual Financial Statement	920,000	920,000	-
Review Quarterly Financial Statement	510,000	510,000	-
<b>Total Audit Fees of the Company</b>	<b>1,430,000</b>	<b>1,430,000</b>	<b>-</b>
Other Fees: Traveling expenses, facsimile charges, photocopying expenses, accommodation expenses, and other related expenses.	Reimbursed at actual cost	Reimbursed at actual cost	

Remarks:

1. The proposed audit fee does not include out-of-pocket expenses, such as travel expenses, facsimile charges, photocopying costs, and accommodation expenses (if any). Such expenses will be charged to the Company at actual cost.
2. The Company has no subsidiary.

**Agenda 7 To consider other issue (if any)**

The Company has scheduled the Record Date on March 4, 2026 to collect the name of shareholders who have the right to attend the shareholder's meeting 2026.

All shareholders shall be invited to attend the meeting on the aforementioned date, time and venue. To accommodate attendants, the registration will be opened at 12.00 PM.

Any shareholder who wishes to appoint a proxy to attend the shareholders' meeting and vote on his or her behalf must complete a Proxy Form (Enclosure 6) along with the proven documents to perform the right to attend the meeting (Enclosure 4)

Any shareholders can authorize a proxy or one of the Company's independent directors to attend and vote on his or her behalf. (Enclosure No. 5)

Sincerely yours,

- *(Signature)* -

Mr. Teera Aphaiwongse

Chairman of the Board

By Resolution of the Board of Directors

S P V I Public Company Limited