

No. VRANDA.CS.009/2026

April 23, 2026

Subject Notification of Resolutions of the 2026 Annual General Meeting of Shareholders

To President
The Stock Exchange of Thailand

As Veranda Resort Public Company Limited (the “**Company**”) has convened the 2026 Annual General Meeting of Shareholders on April 23, 2026 at 10:00 a.m. (the “**Meeting**”), through electronic meeting (e-AGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other related laws and regulations. There were 16 shareholders attending the meeting in person and 21 shareholders attending the meeting by proxy, and as such, the total number of shareholders present in the Meeting amounted to 37 shareholders, representing 246,044,670 shareholders or 76.9655 percent of the Company’s issued and paid-up shares. The quorum was thus, constituted in accordance with the law and the Articles of Association of the Company. The Company therefore wishes to notify the resolutions as follows:

1. To acknowledge the Company group’s operating results for the year 2025

Remarks: This agenda item is for acknowledgment and requires no resolution.

2. To approve the Financial Statements for the year ended December 31, 2025

The Meeting has resolved to approve the Financial Statements for the year ended December 31, 2025, as proposed in all respects, with the voting results as follows:

Shareholder’s votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

- Remarks**
1. The resolution on this agenda item must be approved by a majority of votes of the shareholders present at the Meeting and casting their votes.
 2. In this agenda item, there were shareholders registering to attend the Meeting in addition by 2 shareholders, representing 10,270,000 shares, the total number of shareholders present in this agenda item amounted to 39 shareholders, representing a total of 256,314,670 shares.

3. To approve the allocation of profit as legal reserve and the distribution of dividend payment for the operating results for the year 2025

The Meeting has resolved to approve the allocation as legal reserve amount THB 6,532,447 and dividend payment at the rate of 0.185 baht per share, totalling THB 59,141,109.32, from the net profit of the operating results in 2025, as proposed in all respects, with the voting results as follows:

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

Remarks 1. The resolution on this agenda item must be approved by a majority of votes of the shareholders present at the Meeting and casting their votes.

4. To approve the appointment of directors to replace those who retire by rotation

The Meeting has resolved to approve the appointment of the 4 directors who due to retire by rotation in the year 2026, namely (1) Asst. Prof. Siriporn Maneepun (2) Mr. Pawatt Ongvasith (3) Mr. Kittisak Sopchokchai (4) Mr. Siritwat Vongjarukorn to return to their positions as directors and/or independent director of the Company for another term, as proposed in all respects, with the voting results as follows:

4.1 Asst. Prof. Siriporn Maneepun – Independent Director, Audit Committee, and Chairman of Corporate Governance Committee

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

4.2 Mr. Pawatt Ongvasith – Vice Chairman of Board, Chairman of Executive Committee and Chief Executive Officer

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

4.3 Mr. Kittisak Sopchokchai – Director and Corporate Sustainability and Risk Management Committee

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

4.4 Mr. Siriwat Wongjarukorn – Director and Nomination & Remuneration Committee

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

Remarks 1. The resolution on this agenda item must be approved by a majority of votes of the shareholders present at the Meeting and casting their votes.

5. To approve the remuneration of the Company's directors for the year 2026

The Meeting has resolved to approve the remuneration of the Company's directors for the year 2026 in the amount not exceeding THB 3,500,000 and approved the directors' gratuity for the year 2025 in an amount not exceeding THB 500,000, as proposed in all respects, with the voting results as follows:

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	256,314,670	100

Remarks 1. The resolution on this agenda item must be approved by not less than two-thirds (2/3) of all votes of the shareholders present at the Meeting.

6. To approve the appointment of auditors and fixing of the audit fees for the year ended 31 December 2026

The Meeting has resolved to approve KPMG Phoomchai Audit Ltd. as the Company's audit firm and resolved to approve the appointment one of the following auditors to be an auditor of the Company for the year 2026

- Translation -

1. Miss Vilaivan Pholprasert CPA Registration No. 8420
2. Miss Kanokorn Phooriphanyawanit CPA Registration No. 10512
3. Miss Nartsasin Wattanapaisarn CPA Registration No. 10767
4. Miss Sukanya Roadkroh CPA Registration No. 12089

Then resolved to approve the fixing of the audit fees for the year 2026 in the amount of THB 4,200,000 per year, as proposed in all respects, with the voting results as follows:

Shareholder's votes	Number (votes)	Percentage of shareholders present at the Meeting and casting their votes
Approved	256,314,670	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	256,314,670	100

Remarks 1. The resolution on this agenda item must be approved by a majority of votes of the shareholders present at the Meeting and casting their votes.

Please be informed accordingly,

Sincerely yours,

Veranda Resort Public Company Limited

-Supanee Bowornsawat-

(Ms.Supanee Bowornsawat)

Company Secretary