

บริษัท ที ที แอล อุตสาหกรรม จำกัด (มหาชน)

TTL INDUSTRIES PUBLIC COMPANY LIMITED

อาคารลุมพินีทาวเวอร์ ชั้น 18 เลขที่ 1168/47 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพฯ 10120

Lumpini Tower Bldg., 18th Floor, No.1168/47 Rama 4 Road, Sathorn, Bangkok 10120

Tel: 0-26799727-31 Fax: 0-26799732

January 21, 2026

Re: The Notice for the 2025 Annual General Meeting of Shareholders.

Dear: Shareholders,

Attachment: Annual Report 2025 and the financial statements ended September 30, 2025

The Board of Directors Meeting No. 4/2025, on Friday, November 21, 2025, resolved to organize the 2025 Annual General Meeting of Shareholders, which will be held on Friday, January 30, 2026 (time 14.00 o'clock) at the Conference Room of Thai Agro Med Co., Ltd., address no. 304, Vibhavadi Rangsit Road, Sanam Bin, Don Mueang, Bangkok, to consider the following agenda:

1) To Confirm the minutes of the last meeting.

The Board of Directors' opinion: The meeting should accept the last meeting minutes (the 2024 Annual General Meeting of Shareholders held on January 30, 2025. (Annex 1)

2) To acknowledge the report of the Board of Directors on the Company's performance in the past year.

The Board of Directors' opinion: The meeting should acknowledge the report of the year 2025 (the 59th Company's Fiscal Year: October 1, 2024 - September 30, 2025) which was shown in the Annual Report 2025.

3) To consider and approve the Financial Statement of the 59th Company's Fiscal Year ended September 30, 2025.

The Board of Directors's opinion: The meeting should approve the Financial Statement of the 59th Company's Fiscal Year as of September 30, 2025, which was shown in the Annual Report 2025.

4) To consider and approve the allocation of retained earnings and dividend payments.

The Board of Directors' opinion: The meeting should approve the allocation of retained earnings and the dividend payment of 0.50 baht per share for this fiscal year's performance as proposed by the Board of Directors. (Annex 2)

5) To consider and elect the Directors in replacement of those retiring by rotation and determine the remuneration.

The Board of Directors' opinion: The meeting should be considered to elect 4 directors and determine the remuneration as a proposal. (Annex 3)

6) Appointment of the Audit Committee and determination of the remuneration.

The Board of Directors' opinion: The meeting should consider appointing 3 members of the Audit Committee and determine the remuneration for the year 2026 (the 60th Company's Fiscal Year: October 1, 2025-September 30, 2026) as proposed by the Board of Directors (Annex 4)

7) Appointment of the Auditor and determination of the auditing fee.

The Board of Directors' opinion: The meeting should be considered to appoint DHARMNITI AUDITING CO., LTD., located at No.178 Dharmniti Building 6th-7th floor, Soi Permsap (Prachachuen 20) Prachachuen Road, Bangsue, Bangkok to be the Auditors and fix the auditing fee for the year 2026 (the 60th Company's Fiscal Year: October 1, 2025 – September 30, 2026) according to the opinion of the Audit Committee. (Annex 5)

8) Other (if any).

Please attend at the time and place stated above.

Any shareholder who appoints another person to attend the meeting and vote by proxy must fill out the "Proxy Form" (Annex 8) and submit it to the Company before January 29, 2026.

The company will close the share registration book on January 12, 2026, until the annual general meeting of shareholders is completed to determine the list of shareholders eligible to attend the 2025 Annual General Meeting of Shareholders and the right to receive dividends.

Sincerely yours,

TTL Industries Public Co., Ltd.

Suwimol Chansri

(Miss Suwimol Chansri)
Company Secretary

Annex 1

The 2024 Annual General Meeting of Shareholders
TTL INDUSTRIES PUBLIC CO., LTD.
at the Conference Room of Thai Agro Med Co., Ltd.,
Address no. 304, Vibhavadi Rangsit Road, Sanam Bin, Don Mueang, Bangkok 10210
On Thursday, January 30, 2025

Starting time at 14.00 o'clock, Miss Suwimol Chansri, the Company Secretary, welcomed shareholders at the meeting and clarified the details of the meeting.

Mr. Pongpol Adireksarn, the Chairman of the Board of Directors, acts as the Chairman of the meeting.

There are the shareholders who attended the meeting on their own and the proxy attended the meeting totaling 13,377,678 shares, or 89.18 percent of the Company's total of 15,000,000 shares, which constitutes the quorum according to the Company's regulations.

The Chairman started the meeting and requested the meeting to consider the following agenda.

1) To confirm the minutes of the last meeting

Mr. Pongpol Adireksarn, the Chairman, stated that the Company has sent a copy of the 2023 Annual General Meeting of Shareholders held on January 30, 2024, to all shareholders together with the notice of the meeting (Annex 1 of the notice of the meeting), and asked the shareholders to consider and to approve the minutes.

Resolution: The meeting voted unanimously to confirm the minutes of the 2023 Annual General Meeting of Shareholders by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

2) To acknowledge the report of the Board of Directors on the Company's performance in the past year

Mr. Pongpol Adireksarn, the Chairman, requested that Miss Suwimol Chansri, Accounting and Finance Manager, report on the Company's performance and its subsidiary in the past year.

Miss Suwimol Chansri, Accounting and Finance Manager, reported a summary of the Company's and its subsidiary's performance in the past year. TTL Industry Public Co., Ltd. is a holding company or a company that earns most of its income from holding shares in other companies, with two subsidiaries. The details are as follows:

1. TTL Capital Co., Ltd. was established in 2019 to provide loans to the private sector. The operating results for the year 2024 ended September 30, 2024, as follows:

The Company has total assets of 578.03 million baht, total liabilities of 442.87 million baht, and total shareholders' equity of 135.16 million baht, with a book value of 27.03 baht per share. For the fiscal year 2024, the Company had a total income of 76.83 million baht,

total expenses of 41.07 million baht, and a net profit of 22.19 million baht, or 4.44 baht per share.

2. Thai Agro Med Co., Ltd. was established on February 22, 2021, with a registered capital of 1 million baht. This capital was subsequently increased to 50 million baht in June 2023 and further registered to 60 million baht on January 17, 2025. In 2020, legislation was enacted to allow the manufacture, purchase, sale, and use of cannabis and hemp for medical purposes. However, strict qualification and licensing criteria were enforced, resulting in significant market demand for cannabis and hemp during that time due to the scarcity of permitted businesses. This was reflected in the high pricing of dried flowers, which reached 50,000 baht per kilogram, as well as cannabis or hemp extracts, which cost between 300,000 and 1,000,000 baht per kilogram. In 2022, legislation was enacted to allow individuals to cultivate cannabis and hemp without a license, drastically cutting prices. Together with the government's intention to restore cannabis and hemp on the list of illegal substances, producers at the time slashed prices to clear their inventory before the law went into force. As a result, the Company was affected by the law changes. Therefore, the Board of Directors investigated growing other fruits and vegetables in the greenhouses. In July 2024, numerous plant species were chosen for trial growing, including 9 types of melons, 5 types of tomatoes, and 5 types of figs, in order to determine the most suited species. Furthermore, in January 2025, the Company acquired GMP quality accreditation for its melons.

The Shareholder asked that Thai Agro Med Co., Ltd.'s the Board of Directors submit its operating results to shareholders.

Miss Suwimol Chansri, Accounting and Finance Manager, stated that Thai Agro Med Co., Ltd. had a net loss of 16 million baht in 2024, which was due to the recognition of losses from inventory revaluation (cannabis and hemp) and other expenses.

The Shareholder asked whether Thai Agro Med Co., Ltd. intends to stop growing cannabis and hemp and instead focus on other crops.

Miss Suwimol Chansri, Accounting and Finance Manager, stated that Thai Agro Med Co., Ltd. will continue to plant cannabis and hemp in 2024, but the quantity grown will be reduced from the previous year.

The Shareholder asked why Thai Agro Med Co., Ltd. increased its capital from 50 million baht to 60 million baht.

Miss Suwimol Chansri, Accounting and Finance Manager, stated that Thai Agro Med Co., Ltd. borrowed 10 million baht from TTL Industry Public Co., Ltd. to provide working capital. This loan resulted in higher financial expenditures for Thai Agro Med Co., Ltd. and hampered its early activities. To reduce the financial load, the Board of Directors decided to enhance capital to repay the loan. This strategy will help to lower the Company's financial costs.

3) To consider and approve the Financial Statement for the 58th Company's Fiscal Year ended September 30, 2024

Miss Suwimol Chansri, Accounting and Finance Manager, stated that a summary report of important accounting and financial information, as shown in the Company's 2024 Annual Report, was sent to the shareholders together with the meeting notice (details appear in Attachment 1 of the invitation letter) and request the meeting to approve the following financial statements of the Company and the subsidiary company for the year 2024 ended September 30,

2024, which have been audited and certified by the Company's auditor, Dharmniti Auditing Company Limited, as follows:

The Company and the subsidiary have total assets of 913.54 million baht, total liabilities of 23.91 million baht, and total shareholders' equity of 889.63 million baht. The book value is 59.31 baht per share. For the fiscal year 2024, the Company and its subsidiaries had total income of 60.79 million baht, total expenses of 53.61 million baht, and a net profit of 7.18 million baht, or 0.48 baht per share.

Resolution: The meeting voted unanimously to approve the Financial Statement for the 58th Company's Fiscal Year ended September 30, 2024 by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

4) To consider and approve the allocation of retained earnings and dividend payments.

Mr. Pongpol Adireksarn, the Chairman, requested that Miss Suwimol Chansri, Accounting and Finance Manager, report the allocation of retained earnings and dividend payments.

Miss Suwimol Chansri, Accounting and Finance Manager, stated that the Company's a net loss for the 58th fiscal year ended September 30, 2024, was 16,526,783 baht (loss per share of 1.1 baht), but has sufficient unallocated retained earnings and adequate cash flow to consider paying dividends. So, the Board of Directors has decided to propose paying dividends to shareholders at a rate of 0.50 baht per share, for a total dividend amount of 7,500,000 baht to the Company's shareholders of 15,000,000 shares that will be paid on February 14, 2025.

Note: - * According to the Company's regulations, the legal reserve is currently equal to the Company's paid-up capital of 150,000,000 baht. As a result, there are no additional provisions in this section.

The dividend is paid from retained earnings, and shareholders will benefit from the following tax benefits:

Dividend payment details	Per share (baht)
Dividends receive tax credits by paying from the business's net profit, which is subject to corporate income tax at the rate of 20%.	0.2403
Dividends are not tax-credited because they are paid from the net profit after deducting net loss which has deducted net loss brought forward for not more than 5 years prior to the current accounting period.	0.2597
Total Dividend	0.5

Resolution: The meeting voted unanimously to approve the proposed allocation of retained earnings and dividend payment by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5) To consider and elect the Directors in replacement of those retiring by rotation and determine the remuneration.

Mr. Pongpol Adireksarn, the Chairman, requested that the meeting consider and vote in detail, which is divided into two sub-agenda as follows: 5.1) Election of retiring directors by rotation; and 5.2) To determine the Board of Directors' remuneration, of which Miss. Suwimol Chansri, the Company Secretary, will state the details.

5.1) Election of the directors who are retired by rotation.

Miss Suwimol Chansri, the Company Secretary, stated that according to the Company's regulations, the Board of Directors must consist of at least 9 persons and at most 24 persons, and at least half of the total number of directors residing in the kingdom. At the Annual General Meeting of Shareholders, one-third of the former directors who have been in position the longest must resign. If the number of directors cannot be divided into three equal parts, the number of directors closest to one-third shall be retired. According to the agenda, the retiring directors' positions may be re-elected. The following 5 directors retired by rotation for this time meeting:

1. Mr. Pongpol	Adireksarn	Director
2. Mr. Chainarin	Srifuenfung	Director
3. Mr. Dhiraphorn	Srifuengfung	Director
4. Miss Fontong	Boon-Long	Director
5. Mrs. Maradee	Santadvach	Independent Director

There were 5 persons proposing to be elected as directors to replace the one who retires by rotation at the 2024 Annual General Meeting of Shareholders, which was divided into 5 sub-agenda as follows:

5.1.1) To elect Mr. Pongpol Adireksarn to be the director in replacement of the retired director.

Resolution: The meeting voted unanimously to elect Mr. Pongpol Adireksarn as proposed by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5.1.2) To elect Mr. Chainarin Srifuengfung be the director in replacement of the retired director.

Resolution: The meeting voted unanimously to elect Mr. Chainarin Srifuengfung as proposed by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5.1.3) To elect Mr. Dhiraphorn Srifuengfung to be the director in replacement of the retired director.

Resolution: The meeting voted unanimously to elect Mr. Mr. Dhiraphorn Srifuengfung as proposed by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5.1.4) To elect Miss Fontong Boon-Long to be the director in replacement of the retired director.

Resolution: The meeting voted unanimously to elect Miss Fontong Boon-Long as proposed by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5.1.5) To elect Mrs. Maradee Santadvach to be the director in replacement of the retired director.

Resolution: The meeting voted unanimously to elect Mrs. Maradee Santadvach as proposed by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

5.2 To determine the Board of Directors' remuneration.

Miss Suwimol Chansri, the Company Secretary, proposed the meeting to approve the remuneration of directors and executives for the year 2025 (the 59th fiscal year as of October 1, 2024 - September 30, 2025) in a total amount not exceeding 9 million baht by assigning the board of executive directors detailed consideration with criteria and conditions not exceeding the year 2024.

Resolution: The meeting voted unanimously to approve and determine the proposed remuneration by voting with 13,377,678 votes, equivalent to 100.00% of the total 13,377,678 votes of shareholders who attended the meeting and were entitled to vote.

6) Appointment of the Audit Committee and determination of the remuneration.

Mr. Pongpol Adireksarn, the Chairman, requested that Miss Suwimol Chansri, the Company Secretary, state the details of the Audit Committee's appointment and determine the directors' remuneration.

Miss Suwimol Chansri, the Company Secretary, stated that the Board of Directors considered appointing the Audit Committee for the year 2025 (Fiscal Year 59th: October 1, 2024 – September 30, 2025) and proposed the meeting to consider the resolution in detail, which was divided into 2 sub-agenda as follows: 6.1) to appoint audit committee members, and 6.2) to determine the audit committee's remuneration.

6.1) To appoint Audit Committee Members.

Miss Suwimol Chansri, the Company Secretary, stated that the meeting was requested to vote on the appointment of the audit committee individually, which was divided into 3 sub-agenda as follows.

6.1.1) To appoint Mrs. Maradee Santadvech as the Chairman of the Audit Committee.

Resolution: The meeting voted unanimously to appoint Mrs. Maradee Santadvech as proposed by voting with 13,401,978 votes, equivalent to 100.00% of the total 13,401,978 votes of shareholders who attended the meeting and were entitled to vote.

6.1.2) To appoint Mrs. Panor Prigsuwan as an Audit Committee Member.

Resolution: The meeting voted unanimously to appoint Mrs. Panor Prigsuwan as proposed by voting with 13,401,978 votes, equivalent to 100.00% of the total 13,401,978 votes of shareholders who attended the meeting and were entitled to vote.

6.1.3) To appoint Mr. Chaiyut Techatasanasunthorn as an Audit Committee Member.

Resolution: The meeting voted unanimously to appoint Mr. Chaiyut Techatasanasunthorn as proposed by voting with 13,401,978 votes, equivalent to 100.00% of the total 13,401,978 votes of shareholders who attended the meeting and were entitled to vote.

6.2) To determine the Audit Committee's remuneration.

Miss Suwimol Chansri, the Company Secretary, stated that the meeting was requested to vote on approving the audit committee's remuneration for the year 2025 (fiscal year 59th: October 1, 2024 - September 30, 2025) in a total amount not exceeding 100,000 baht, which was equal as the previous year.

Resolution: The meeting voted unanimously to approve and determine the proposed remuneration by voting with 13,401,978 votes, equivalent to 100.00% of the total 13,401,978 votes of shareholders who attended the meeting and were entitled to vote.

7) Appointment of the Auditor and determination of the Auditing fee.

Mr. Pongpol Adireksarn, the Chairman, requested that Mrs. Maradee Santadvech, the Chairman of the Audit Committee, state the details of the auditor's appointment and determine the audit fee.

Mrs. Maradee Santadvech, the Chairman of the Audit Committee, stated that the Board of Audit Committee gave an opinion to the Board of Directors Meeting No. 4/2024 on Wednesday, November 29, 2024, by agreeing that the Company should be appointed Dharmniti Auditing Co., Ltd. is located at 178 Dharmniti Building, Floor 6-7, Soi Permsap (Prachachuen 20), Prachachuen Road, Bang Sue Subdistrict, Bang Sue District, Bangkok, by Miss Thanyaporn Tangthanopchai, Certified Public Accountant Registration No. 9169 to be the auditor of the Company and its subsidiaries for the year 2025 (Fiscal year 59th: October 1, 2024 - September 30, 2025) with the audit fee of a total of 1,086,000 baht as proposed by the Auditor, as the following details:

	Quarterly review fee (Total 3 quarters)	Audited annual financial statements	Total (baht)
TTL INDUSTRY PUBLIC COMPANY LIMITED	300,000	300,000	600,000
TTL CAPITAL CO., LTD. (Subsidiary company)	102,000	148,000	250,000
THAI AGRO MED CO., LTD. (Subsidiary company)	96,000	140,000	236,000
Total audit fees			1,086,000

Resolution: The meeting voted unanimously to appoint Dharmniti Auditing Company Limited to be the auditor of the Company and its subsidiary for the fiscal year 2025, as well as to approve and determine the auditing fee as proposed, by voting with 13,401,978 votes, equivalent to 100.00% of the total 13,401,978 votes of shareholders who attended the meeting and were entitled to vote.

8) Other

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The Chairman thanked the shareholders and the meeting closed at 15.15 o'clock.

Pongpol Adireksarn
(Mr. Pongpol Adireksarn)
The Chairman of the Board of Directors,
The Chairman of the Meeting.

(For consideration in Agenda 4)

The allocation of retained earnings and Dividend Payment

The Company's performance of the 59th Fiscal Year as at September 30, 2025 the Company has the net profit for the year 42,965,244 baht (profit 2.86 baht/share) it has sufficient retained earnings and liquidity to allocate those earnings to pay dividends to shareholders. So, the Board of Directors proposes to consider to pay dividends to shareholders at the rate of 0.50 baht per share to the shareholders of the Company of 15 million shares for total dividend of 7,500,000 baht. The Company will pay dividend on February 16, 2026 which must be approved by the 2025 Annual General Meeting of Shareholders on Friday, January 30, 2026.

Remark :

The Company's operating results for the 58th Company's Fiscal Year as at September 30, 2024, although the company reported a loss in 2024, it had sufficient retained earnings and liquidity to allocate those earnings to pay dividends to shareholders. The Board of Directors has proposed to consider paying dividends to shareholders at the rate of 0.50 baht per share to the shareholders of the Company of 15 million shares for total dividend of 7,500,000 baht by paid on February 14, 2025 which approved by the 2024 Annual General Meeting of Shareholders on January 30, 2025.

(For consideration in agenda 5)

Election the Directors who retired by rotation and determine the remuneration

The Articles of Association of the Company has set the number of directors and the election as follows :

Chapter 3 : Board of directors

Article 13. The board of directors shall not less than 9 persons and not more than 24 persons, and not less than of half number of such directors shall have residence in the kingdom.

Article 14. At every time of Annual General Meeting of Shareholders, the previous director who was the longest in position will retired with the number is one-third of board of directors. If the number of directors cannot divide into three parts to it. They can give out the number nearest to one-third.

The retiring directors are eligible to be elected.

Article 15. The directors shall be elected at the shareholders meeting in accordance with the following rules and procedures.

- 1) 1. A shareholder has one vote for one share held by him.
- 2) Election the board of directors may be vote select individual directors, each voting time the Shareholders must vote with all vote under Article 15 (1) , votes may split to among candidates anywhere
- 3) The persons who received highest votes respectively was elected as directors in the number of the board there are. If the person elected in descending order has get voting equally exceed number of directors, they should be selected by lottery to get the number of directors to be there.

After finished election of the board of directors. The board of directors meeting shall elect executive directors from the directors, and set up the directors who is authorized to sign on behalf of the company.

**Directors who retired by rotation
and persons nominated for election as directors instead**

List of 4 directors who retired by rotation and nominated for re-election as directors for another term. At the 2025 Annual General Meeting of Shareholders are as follows:

- .
- | | | | |
|----|--------------|----------------------|----------|
| 1) | Mr. Kerati | Panichewa | Director |
| 2) | Mr. Chokedee | Boonlong | Director |
| 3) | Mrs. Panor | Prigsuwan | Director |
| 4) | Mr. Chaiyut | Techatassanasoontorn | Director |

(Information of Directors have shown in Annual Report 2025)

Determine the remuneration for Director

Request for approval to determine the remuneration for Directors (included the Executive Directors and Independent Directors) for year 2026 (the 60th Company's Fiscal Year: October 1, 2025- September 30, 2026) with total amount not more than 9 million baht for paid of meeting allowance, salary, income tax of salary (for Executive Director only), and bonus, which assign the Board of Executive Directors is authorized to consider detailed with rules and condition not more than that paid in 2025.

(For consideration in agenda 6)

Appointment the Audit Committee and determine the remuneration

The Board of Directors proposed the meeting to appoint the Independent Director total 3 persons to be the Audit Committee for year 2026 (the 60th Company's Fiscal Year : October 1, 2025– September 30, 2026 as follows :

1. Mrs. Maradee Santadvech as the Chairman of Audit Committee
2. Mrs. Panor Prigsuwan as Audit Committee
3. Mr. Chaiyut Techatassanasoontorn as Audit Committee

(Information of the Audit Committee has shown in Annual Report 2025)

The Board of Directors proposed to the meeting to determine the remuneration for independent directors, total amount not exceeding 100,000 baht (same as last year)

(For consideration in agenda 7)

Appointment the Auditor and fix the auditing fee.

The Audit Committee gave an opinion to the Board of Director meeting No. 4/2025 on November 21, 2025 to appoint DHARMNITI AUDITING CO.,LTD. located at No.178 Dharmniti Building 6th-7th floor,Soi Permsap (Prachachuen 20) Prachachuen Road, Bangsue, Bangkok by Miss.Thanyaphorn Tangthanopajai Certificate Public Accountant No. 9169 to be the auditor of the Company and the subsidiary company for the year 2026 (the 60th Company's Fiscal Year : October 1, 2025 – September 30,2026) by specifying the auditing fee in the total amount 1,096,000 baht as proposed by the Office, as following details :

Item	Audit fees for quarterly statements (total 3 quarters)	Audit fees for annual financial statements	Total (Unit: Baht)
TTL Industries Public Company Limited	300,000	310,000	610,000
TTL Capital Co., Ltd.	102,000	148,000	250,000
Thai Agro Med Co., Ltd.	96,000	140,000	236,000
Total fee			1,096,000

The Audit Committee has opinion that the auditor's office has received approval from the Securities and Exchange Commission. It is an organization known to the business sector and is recognized as a standardized office.

Articles of Association
TTL INDUSTRIES PUBLIC CO., LTD.
(Relates to the shareholder meeting)

Chapter 2 : Shareholder meeting

- Article 7.** The board of directors should arrange the Annual General Meeting of Shareholders every years within January, the other meeting of shareholders would be the extraordinary meeting of shareholders which the board of directors may be held when necessary.
- Article 8.** The chairman of board of directors would be chairman of shareholders meeting. In case of the chairman of board of directors did not attend to the meeting or cannot duty, the vice chairman would be act as chairman. If the vice chairman cannot duty, the shareholders who attend the meeting could elect a shareholder to act as the chairman of the meeting.
- Article 9.** In calling a shareholders meeting, the board of directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be , including the opinions of the board of directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper at least three days prior to the date of the meeting.
- Article 10.** In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholders meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold of the company.

At any shareholders meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum, and if such shareholders meeting was call as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

- Article 11.** A resolution of the shareholders meeting shall require;
- 11.1 The casting vote or resolution of the shareholders meeting shall be made by voting, and however to voting, one share is titled one vote.
- 11.2 In the ordinary event, the majority vote of the shareholders who attend the meeting and cast their vote. In case of a tie vote, the chairman of the meeting shall have a casting vote.

11.3 In the following events, a vote of more than three quarters of the total number of votes of shareholders who attend the meeting and have the right to vote :

- (1) The sale or transfer of the whole or important parts of the business of the company to other persons.
- (2) The purchase or acceptance of transfer of the business of the other companies or private companies by the company.
- (3) The making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the company, the assignment of the management of the business of the company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing.
- (4) Matters decided by the board of directors to be as important as may affect the financial and business of the company.

Article 12. The Annual General Meeting of Shareholders shall be at least to held for;

- (1) Acknowledge a report of the board of directors concerning the business performance during the previous year.
- (2) Approval the balance sheet and the profit and loss account.
- (3) Approval on distribution of dividend.
- (4) Election the directors to replace those who vacate office upon the expire of their term.
- (5) Appointment the auditor and fix the auditing fee.

**Map of the place to attend the Annual General Meeting of Shareholders
at the Conference Room of Thai Agro Med Co., Ltd.
Address no. 304, Vibhavadi Rangsit Road, Sanam Bin, Don Mueang, Bangkok 10210**



Google Maps : <https://maps.app.goo.gl/XbOyx915GtKViten9>

For directions, please call 0622364658, 0622364823.

Proxy

Affix stamp
duty 20 B

At.....

Date..... January 2026

I, We.....
Nationality..... Residing at.....
.....
..... Postal Code.....

As a shareholder of **TTL Industries Public Company Limited**,

Holding a total number of..... shares and have the right to vote equal
to.....votes as follows ;

Ordinary share.....shares and have the right to vote equal
to.....votes

Preference share.....shares and have the right to vote equal
to.....votes

Hereby appoint (May grant a proxy to anyone TTL's Independent Director of which details as
attached)

Name..... Age.....
Residing at
.....
.....Postal Code.....

as my/our proxy to attend and vote in **the 2025 Annual General Meeting of Shareholders** to be held
on Friday, January **30, 2026**, at **14.00 o'clock** at **the Conference Room of Thai Agro Med
Company Limited, address No. 304, Soi Vibhavadi Rangsit 80, Sanam Bin, Don Mueang,
Bangkok 10210** or at any adjournment thereof to any other date, time and venue.

Any act (s) undertaken by the proxy at such meeting shall be deemed as my/our act (s) in every
respect.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Witness
(.....)

Remark:

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the
votes on its behalf, and all the votes of a shareholder may not be split.

(Attached to Proxy)

Name and Address of Independent Director

- 1) Mrs. Panor Prigsuwan No.128 Lard Prakao 76 Road Soi 8 separate 1, Moo 5,
Kwang Arnusawaree, Khet Bangkhean, Bangkok 10220
 - 2) Mr. Vanit Tribuddharatana No. 53/1 Chuea Ploeng Road, Kwang Chongnonsi,
Khet Yannawa, Bangkok 10120
 - 3) Mr. Chaiyut Techatassanasoontorn No. 191/41 Sukhumvit 31 Road, Kwang North
Klongton, Khet Wattana, Bangkok 10110
 - 4) Mrs. Maradee Santadvech No. 97/5 Soi A35, Parichart Village, Nonthaburi Bridge- Bang
Bua Thong Road, Bang Khu Wat, Mueang Pathum Thani,
Pathum Thani 12000
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