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**Invitation to the 2026 Annual General Meeting of Shareholders**  
**Techlead NPN Public Company Limited**

April 3, 2026

**Subject:** Invitation to the 2026 Annual General Meeting of Shareholders, via electronic means (e-Meeting)

**To:** Shareholders of Techlead NPN Public Company Limited

- Enclosures:**
1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2026 held on February 20, 2026
  2. Annual Information Disclosure Form/Annual Report 2025 (56-1 One Report)
  3. Information on directors whose terms have expired and who have been nominated for reappointment for another term
  4. Information regarding the appointment and remuneration of independent external auditors for the year 2026
  5. Information on independent directors nominated by the Company for shareholder proxy voting
  6. Documents or evidence required to be presented for registration to attend the meeting via electronic media (e-Meeting)
  7. Proxy form B with its attachment
  8. The Articles of Association of the Company relating to Shareholders' Meeting
  9. Guidelines for attending the shareholders' meeting via e-Meeting System of Inventech Connect

The Board of Directors of Techlead NPN Public Company Limited (the "Company") resolved to convene **the 2026 Annual General Meeting of Shareholders on Monday, April 27, 2026, at 2.00 p.m., via electronic media only (e-Meeting)**, to consider the following agenda items:

**Agenda 1**                    **To consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2026 held on February 20, 2026**

**Facts and Reasons** :    The Company held its Extraordinary General Meeting of Shareholders No. 1/2026 on February 20, 2026, and has prepared the minutes of the meeting in full and correctly, which have been submitted to the Stock Exchange of Thailand ("SET") within the legally prescribed timeframe. The minutes have also been published on the Company's website at [www.techleadnbn.co.th](http://www.techleadnbn.co.th) under the heading "Shareholder

Meetings" in the category "Shareholder Info," for shareholders' information and verification. Details are provided in [Enclosure 1](#).

Board's Opinion : The Board of Directors has considered and is of the opinion that the minutes of the Extraordinary General Meeting of Shareholders No. 1/2026, held on February 20, 2026, have been recorded accurately and completely. Therefore, it is deemed appropriate to propose the minutes to the shareholders' meeting for consideration and adoption.

Resolution : This agenda requires approval by a majority of the total votes of the shareholders present at the meeting and casting their votes.

**Agenda 2**                    **To acknowledge the Company's operational results for the year 2025**

Facts and Reasons : The Company has summarized its operational results for the year 2025 in the Annual Information Disclosure Form/Annual Report 2025 (56-1 One Report). Details are provided in [Enclosure 2](#) (in QR Code format) which was sent to shareholders along with this invitation letter and is also published on the Company's website at [www.techleadnpn.co.th](http://www.techleadnpn.co.th) for shareholder information and verification.

Board's Opinion : The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for acknowledgment of the Company's operational results for the year 2025 and the Annual Information Disclosure Form/Annual Report 2025 (56-1 One Report). Details are provided in [Enclosure 2](#).

Resolution : This agenda item is for acknowledgment only. Therefore, no voting is required.

**Agenda 3**                    **To consider and approve the Company's Financial Statements for the year ended December 31, 2025**

Facts and Reasons : Pursuant to Section 112 of the Public Company Limited Act B.E. 2535 (including amendments) and Article 40 of the Company's Articles of Association, the Board of Directors is required to prepare a balance sheet and profit and loss account as of the end of the accounting year for proposal to the shareholders at the annual general meeting.

The Company has prepared its financial statements for the year ended December 31, 2025, as detailed in the Annual Information Disclosure Form/Annual Report 2025

(56-1 One Report), **Enclosure 2**, which was sent to shareholders along with this invitation letter. These financial statements have been audited by the Company's certified public accountants and approved by the Audit Committee, as detailed above.

**Board's Opinion :** The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the Company's Financial Statements for the year ended December 31, 2025, which have been audited by the Company's certified public accountants and approved by the Audit Committee, as detailed above.

**Resolution :** This agenda requires approval by a majority of the total votes of the shareholders present at the meeting and casting their votes.

**Agenda 4** To consider and approve the suspension of dividend payment for the year 2025

**Facts and Reasons :** The Company has a policy of paying dividends of not less than 40 percent of net profit after deducting legal reserves. However, according to the Public Company Limited Act B.E. 2535 (including amendments), Section 115, and the Company's Articles of Association, Article 42, dividends may only be paid from profit, and if the company still has accumulated losses, no dividends may be paid. In 2025, the Company still has accumulated losses and therefore shall not be able to pay dividends.

**Board's Opinion :** The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the suspension of dividend payment for the year 2025, as detailed above.

**Resolution :** This agenda requires approval by a majority of the total votes of the shareholders present at the meeting and casting their votes.

**Agenda 5** To consider and approve the appointment of directors to replace those whose terms have expired

**Facts and Reasons :** Pursuant to Section 71 of the Public Company Limited Act B.E. 2535 (including amendments) and Article 18 of the Company's Articles of Association, at every annual general meeting, one-third of the current number of directors must retire. If

it is not possible to divide the directors exactly into three parts, then the number closest to one-third shall retire. Directors who retire may be re-elected to their positions.

At the Company's 2026 Annual General Meeting of Shareholders, there are two directors whose terms have expired, as follows:

No.	Name of Director	Position
1.	Gen. Puttawat Yoodhanawachapong	Independent Director/ Member of Audit Committee/ Chairman of the Corporate Governance and Sustainability Committee
2.	Mr. Phuriphat Petdee	Vice Chairman of the Board/ Chairman of the Nomination and Remuneration Committee/ Member of the Risk Management Committee

The Nomination and Remuneration Committee has considered the qualifications of the two directors whose terms are expiring at the 2026 Annual General Meeting of Shareholders. Both directors have passed the Company's established procedures and meet the relevant regulations and are suitable for the Company's business operations. This aligns with the Company's director nomination criteria, and all nominees possess the necessary qualifications, including any disqualifying characteristics as defined by law. They are highly qualified individuals with knowledge, skills, and experience in various businesses beneficial to the Company's operations, as well as a broad vision. Those nominated as independent directors will be able to provide independent opinions. Details regarding the directors whose terms have expired and who have been nominated for reappointment for another term are provided in [Enclosure 3](#).

Furthermore, as the Company had offered shareholders the opportunity to nominate individuals for election as directors in advance from November 17, 2025 to December 31, 2025, it appears that no shareholders had submitted nominations for directors in advance of the 2026 Annual General Meeting.

The Nomination and Remuneration Committee is currently seeking a qualified individual to replace Ms. Chawanporn Niransawasdi, who resigned from her position as a director of the Company on December 10, 2025. The selected candidate will be proposed to the Board of Directors for consideration and appointment to fill the position of the vacant director.

Board's Opinion : The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the appointment of replacements for the two directors whose terms have expired, to be reappointed for another term as follows:

No.	Name of Director	Position
1.	<b>Gen. Puttawat Yoodhanawachapong</b>	Independent Director/ Member of Audit Committee/ Chairman of the Corporate Governance and Sustainability Committee
2.	<b>Mr. Phuriphat Petdee</b>	Vice Chairman of the Board/ Chairman of the Nomination and Remuneration Committee/ Member of the Risk Management Committee

The Board of Directors has considered and is of the opinion that the individual to be nominated as an independent director meets the qualifications stipulated in the relevant laws and regulations concerning independent directors.

Resolution : This agenda requires approval by a majority of the total votes of the shareholders present at the meeting and casting their votes. (In considering the appointment of directors whose terms have expired, the Company will propose each appointment individually.)

Agenda 6 **To consider and approve the determination of directors' remuneration for the year 2026**

Facts and Reasons : Pursuant to Article 23 of the Company's Articles of Association stipulates that directors are entitled to receive remuneration from the company as determined by the shareholders' meeting.

The Company has established criteria and procedures for proposing director remuneration. Director remuneration is commensurate with their responsibilities and compared to companies in the same industry and of similar size, ensuring it is appropriate and sufficient to motivate and retain quality directors. Director remuneration, as stipulated in the Company's Articles of Association, includes salary, meeting allowances, per diem, and bonuses. The Nomination and Remuneration Committee reviews and proposes the annual director remuneration budget to the Board of Directors for approval and subsequent proposal to the shareholders' meeting for final approval.

The Nomination and Remuneration Committee considered the appropriateness of the remuneration and amount of remuneration aligned with the duties of the directors. This was done by comparing the remuneration of directors of other companies in the same industry, particularly listed technology companies of similar size, as well as considering the Company's performance, the overall economic conditions, and its future plans.

The Nomination and Remuneration Committee has considered and deemed it appropriate to propose to the Board of Directors, and to the shareholders' meeting for consideration and approval of the determination of directors' remuneration at the same rate. The details of the remuneration are as follows:

**Proposed composition and remuneration for the Board of Directors and sub-committees for the year 2026**

**1) Monetary remuneration**

Remuneration composition	Year 2025	Year 2026 (Same rate)
<b>Board of Directors</b>		
<b>1. Annual Remuneration</b>		
● Chairman of the Board	1,200,000 baht per year	1,200,000 baht per year
● Director	150,000 baht per year	150,000 baht per year
<b>2. Meeting Allowance (per time)</b>		
● Chairman of the Board	30,000 baht	30,000 baht
● Director	20,000 baht	20,000 baht
<b>3. Bonus</b>	0.5 percent of net profit, but not exceeding 10 million	0.5 percent of net profit, but not exceeding 10 million baht. The

Remuneration composition	Year 2025	Year 2026 (Same rate)
	baht. The Chairman of the Board has the authority to allocate this amount to directors as deemed appropriate, taking into account their responsibilities and performance.	<b>Chairman of the Board has the authority to allocate this amount to directors as deemed appropriate, taking into account their responsibilities and performance.</b>
<b>Audit Committee</b>		
<b>1. Annual Remuneration</b>		
● Chairman of the Audit Committee	250,000 baht per year	250,000 baht per year
● Member of the Audit Committee	150,000 baht per year	150,000 baht per year
<b>2. Meeting Allowance (per time)</b>		
● Chairman of the Audit Committee	25,000 baht	25,000 baht
● Member of the Audit Committee	20,000 baht	20,000 baht
<b>Risk Management Committee/ Nomination and Remuneration Committee/ Corporate Governance and Sustainability Committee/</b>		
<b>Meeting Allowance (per time)</b>		
● Chairman of the Committee	20,000 baht	20,000 baht
● Member of the Committee	15,000 baht	15,000 baht

## 2) Non-monetary remuneration

Other benefits provided to the Company's board of directors include directors' and officers' liability (D&O) insurance and the opportunity for directors to attend training courses organized by the Thai Institute of Directors Association and other related institutions.

However, in 2025, the Company has not determined any other benefits for the board of directors.

Board's Opinion :

The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval of the determination of directors' remuneration for the year 2026 as detailed above.

Resolution :

This agenda requires approval by a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting.

**Agenda 7**                      **To consider and approve the appointment of an independent external auditor and determine their remuneration for the year 2026**

**Facts and Reasons :** Pursuant to Section 120 of the Public Company Limited Act B.E. 2535 (including amendments) and Article 37 of the Company's Articles of Association, the annual general meeting of shareholders shall consider appointing an auditor and determine the amount of the company's audit remuneration each year. The same auditor may be re-appointed.

The Audit Committee has considered and nominated the auditor for the year 2026. Following a review of the auditor's qualifications, independence, knowledge, experience, expertise in auditing, and past performance, it was deemed appropriate to propose to the Board of Directors for approval, and then to the shareholders' meeting for consideration and approval of the appointment of the same independent external auditor, **Karin Audit Co., Ltd.**, to conduct the audit and express an opinion on the financial statements of the Company and its subsidiaries. Karin Audit Co., Ltd. is an independent audit firm with expertise in auditing, widely accepted audit standards, and a thorough understanding of the auditing practices relevant to the Company's business.

The list of auditors is as follows:

List of Auditors		CPA License No.	
(1)	Mr. Jadesada Hungsapruerk	3759	and/or
(2)	Mr. Supoj Mahantachaisakun	12794	and/or
(3)	Ms. Kanwarat Saksriborworn	13273	and/or
(4)	Ms. Kannika Wipanurat	7305	and/or
(5)	Mr. Jirote Sirirorote	5113	and/or
(6)	Ms. Kanita Sawangwong	14943	and/or
(7)	Mr. Worapol Wiriyakulapong	11181	and/or
(8)	Mr. Pojana Asawasontichai	4891	and/or
(9)	Mr. Wichian Proongpanish	5851	and/or
(10)	Ms. Bongkotrat Suamsiri	13512	and/or
(11)	Mr. Thanathit Raksathianraphap	13646	

In the event that the auditors listed above are unable to perform their duties, Karin Audit Co., Ltd. may appoint another auditor from Karin Audit Co., Ltd., who is qualified to audit the financial statements of the Company and its subsidiaries, to act as the auditor for the Company and its subsidiaries instead.

In performing their duties, none of the auditors listed above have served for more than 7 years, nor do they have any relationship or vested interest with the Company, its subsidiaries, management, major shareholders, or related parties. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements. As the Company has subsidiaries, these subsidiaries use the same auditing firm. However, the auditors for subsidiaries whose financial statements are not material to the consolidated financial statements, namely Techlead Rise Holding Co., Ltd. and Techlead Bull Holding Co., Ltd., will be from a different auditing firm. The Company's board of directors will ensure that the financial statements are prepared on time.

Furthermore, the Audit Committee has considered and deemed it appropriate to propose to the Board of Directors, and to the shareholders' meeting for consideration and approval of the remuneration of the auditors for the year 2026 for the audit and review of the consolidated and the separate financial statements, quarterly and for the year ended December 31, 2026 (with no other service fees (Non-Audit Fee)). The details of the remuneration are as follows:

No.	Name of Company	Remuneration For Y2025	Remuneration For Y2026
1	Techlead NPN Public Company Limited	680,000 baht	680,000 baht
2	Subsidiaries	Not exceeding 1,635,000 baht	Not exceeding 2,820,000 baht
		(Including: Cannabiz Way Co., Ltd., CBD Bioscience Co., Ltd., Techlead X Holding Co., Ltd.*, Techlead Rise Holding Co., Ltd.*, Techlead Bull Holding Co., Ltd.*, And Paygenix Co., Ltd.*)	(Including: Cannabiz Way Co., Ltd., CBD Bioscience Co., Ltd., Techlead X Holding Co., Ltd., Techlead Rise Holding Co., Ltd., Techlead Bull Holding Co., Ltd., Paygenix Co., Ltd., Nestify Co., Ltd., Inventech Systems (Thailand) Co., Ltd., And Mardee Digital Co., Ltd.)
	<b>Total</b>	<b>Not exceeding 2,315,000 baht*</b>	<b>Not exceeding 3,500,000 baht</b>

**Remark :** \*As per the resolution of the 2025 Annual General Meeting of Shareholders, the remuneration of the auditors for the year 2025 was approved in the amount not exceeding 1,460,000 baht. However, during the year 2025, the Company established new subsidiaries, namely (1) Techlead X Holding Co., Ltd., (2) Techlead Rise Holding Co., Ltd., and (3) Techlead Bull Holding Co., Ltd., as well as acquiring a subsidiary, Paygenix Co., Ltd., which have appointed auditors and determined their audit remuneration, the Company has additional audit expenses specifically for the subsidiaries in the amount of 855,000 baht, beyond what was approved by the 2025 Annual General Meeting of Shareholders.

Information regarding the appointment and remuneration of independent external auditors for the year 2026 is detailed in **Enclosure 4**. The increase in audit fees compared to 2025 is consistent with the increased number of subsidiaries and transaction volume. (Audit remuneration for 2025 also includes no other service fees (Non-Audit Fee)).

**Board's Opinion :** The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the reappointment of the same independent external auditor, Karin Audit Co., Ltd., to audit and express an opinion on the financial statements of the Company and its subsidiaries for the year 2026, and to determine the auditor's remuneration for the year 2026 in an amount not exceeding 3,500,000 baht, as detailed above.

**Resolution :** This agenda requires approval by a majority of the total votes of the shareholders present at the meeting and casting their votes.

**Agenda 8** **To consider and approve the change of company name, change of company seal, and amendments to Article 1 of the Memorandum of Association and the Articles of Association of the Company**

**Facts and Reasons :** In order for the company name to align with its strategy, to reflect its image as a technology business more clearly, and to ensure that its Articles of Association comply with current laws, the Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the change of company name, change of company seal, and amendments to the Memorandum of Association (Article 1) and the Articles of Association of the Company to ensure compliance with current laws, as follows:

**Change of company name :**

**Old** Name in Thai being “บริษัท เทคสตี เอ็นพีเอ็น จำกัด (มหาชน)”  
and name in English being “Techlead NPN Public Company Limited”  
**New** Name in Thai being “บริษัท เทคสตี เน็กซ์ จำกัด (มหาชน)”  
and name in English being “Techlead Next Public Company Limited”

**Amendment of the Company's Memorandum of Association :**

**Old**

Article 1. The name of the Company is “บริษัท เทคสตี เอ็นพีเอ็น จำกัด (มหาชน)”  
and the English name is “Techlead NPN Public Company Limited”

**New**

Article 1. The name of the Company is “บริษัท เทคสตี เน็กซ์ จำกัด (มหาชน)”  
and the English name is “Techlead Next Public Company Limited”

**Amendments of the Company's Articles of Association :**

- 1) Amend the articles in which the company name appears (Articles 1, 2, and 48).
- 2) Amend the articles regarding the holding of board meetings and shareholder meetings via electronic media (Articles 26, 32, 33, and 50).
- 3) Amend the articles regarding the holding of board meetings; meetings must be held at least once every three months (Article 30).
- 4) Amend the articles regarding the repurchase of shares; in the event that the company repurchases shares in an amount not exceeding ten percent (10) of the total issued shares, it shall be under the authority of the company's board of directors (Article 10).



Original articles	Proposed amendments
<b>Article 1.</b> This Articles of Association shall be referred to as the Articles of Association of Techlead NPN Public Company Limited.	<b>Article 1.</b> This Articles of Association shall be referred to as the Articles of Association of <u>Techlead Next Public Company Limited</u> .
<b>Article 2.</b> The term “Company” used herein shall refer to Techlead NPN Public Company Limited, except where specified otherwise herein.	<b>Article 2.</b> The term “Company” used herein shall refer to <u>Techlead Next Public Company Limited</u> , except where specified otherwise herein.

Original articles	Proposed amendments
<p><b>Article 10.</b> The Company may not own or hold shares of its own company as collateral, except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders whose shares voted against a resolution of the shareholders' meeting approving amendments to the Company's Articles of Association regarding voting rights and dividend rights, as these shareholders believe they have been treated unfairly.</p> <p>(2) The Company may repurchase shares for financial management purposes, provided that the Company has excess retained earnings and liquidity, and the repurchase does not cause the Company to experience financial difficulties.</p> <p>However, the shares held by the Company shall not be counted towards the quorum at shareholder meetings, nor will they entitle the Company to vote or receive dividends.</p> <p>The Company must sell the repurchased shares as per the preceding paragraph within the time stipulated in the ministerial regulations. If the Company fails to sell or does not sell all of the shares within the stipulated time, the Company shall reduce its paid-up capital by cancelling the unsold registered shares.</p>	<p><b>Article 10.</b> The Company may not own or hold shares of its own company as collateral, except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders whose shares voted against a resolution of the shareholders' meeting approving amendments to the Company's Articles of Association regarding voting rights and dividend rights, as these shareholders believe they have been treated unfairly.</p> <p>(2) The Company may repurchase shares for financial management purposes, provided that the Company has excess retained earnings and liquidity, and the repurchase does not cause the Company to experience financial difficulties.</p> <p><u>The repurchase of the Company's shares must be approved by the shareholders' meeting, except in cases where the Company repurchases shares in an amount not exceeding ten (10) percent of all issued shares, in which case it is within the authority of the Company's Board of Directors.</u></p> <p>However, the shares held by the Company shall not be counted towards the quorum at shareholder meetings, nor will they entitle the Company to vote or receive dividends.</p>

Original articles	Proposed amendments
<p>The repurchase of shares, the sale of shares, and the cancellation of registered shares shall be in accordance with the criteria and methods stipulated in the ministerial regulations.</p>	<p>The Company must sell the repurchased shares as per the preceding paragraph within the time stipulated in the ministerial regulations. If the Company fails to sell or does not sell all of the shares within the stipulated time, the Company shall reduce its paid-up capital by cancelling the unsold registered shares.</p> <p>The repurchase of shares, the sale of shares, and the cancellation of registered shares shall be in accordance with the criteria and methods stipulated in the ministerial regulations.</p>
<p><b>Article 26.</b> In calling a meeting of the Board of Directors, the Chairman or thier designated representative shall send a notice of meeting to the directors no less than seven (7) days before the meeting date, except in urgent cases where it is necessary to protect the rights and interests of the Company, in which case the notice of the meeting may be given by other means and the meeting date may be set earlier.</p>	<p><b>Article 26.</b> In calling a meeting of the Board of Directors, the Chairman or thier designated representative shall send a notice of meeting to the directors <u>no less than three (3) days before the meeting date</u>, except in urgent cases where it is necessary to protect the rights and interests of the Company, in which case the notice of the meeting may be given by <u>electronic means or</u> other means and the meeting date may be set earlier.</p> <p><u>The Board of Directors may hold meetings at the location of the Company's head office or at any other location within the Kingdom as deemed appropriate by the Chairman. The Chairman shall convene the Board of Directors meetings.</u></p> <p><u>When there is a justifiable reason, or to protect the rights or interests of the Company, two or more directors may request the Chairman to convene a Board of Directors meeting. If two or more directors make such a request, the Chairman or a director authorized by the Chairman shall convene the meeting.</u></p>

Original articles	Proposed amendments
	<p><u>specifying the matters and reasons for consideration. In this case, the meeting shall be convened and a date set within 14 days of the date of the request.</u></p> <p><u>If the Chairman or a director authorized by the Chairman fails to comply with paragraph three, the directors who made the request may jointly convene and set a date for a Board of Directors meeting to consider the requested matters within 14 days of the expiration of the period specified in paragraph three.</u></p> <p><u>In the event that there is no Chairman for any reason, the Vice Chairman shall convene the Board of Directors meeting. In the event that there is no Vice Chairman for any reason, two or more directors may jointly convene a Board of Directors meeting.</u></p> <p><u>For Board of Directors meetings conducted via electronic means, the Company's head office shall be considered the meeting venue.</u></p>
<p><b>Article 30.</b> The Board of Directors shall arrange for meetings at least three (3) times every month in the province where the Company's headquarters are located or in a nearby province.</p>	<p><b>Article 30.</b> The Board of Directors shall arrange for meetings <u>at least (1) every three (3) months in the locality where the Company's head office is located or in a nearby province.</u></p>
<p><b>Article 32.</b> The Board of Directors shall arrange for an annual general meeting of shareholders within four (4) months after the end of the Company's fiscal year.</p> <p>Any other meeting of shareholders other than the first paragraph shall be called an extraordinary general meeting, and the Board of Directors may convene such an extraordinary general meeting whenever it deems appropriate.</p>	<p><b>Article 32.</b> The Board of Directors shall arrange for an annual general meeting of shareholders within four (4) months after the end of the Company's fiscal year.</p> <p><u>Shareholder meetings may be conducted via electronic means as provided for in the laws governing electronic meetings.</u></p>

Original articles	Proposed amendments
<p>One or more shareholders holding shares totalling not less than ten (10) percent of the total issued shares may jointly submit a written request to the Board of Directors to convene an extraordinary general meeting of shareholders at any time, but the matter and reasons for the request must be clearly stated in the written request. In such a case, the Board of Directors shall arrange for the meeting of shareholders within forty-five (45) days after receiving the written request from the shareholders.</p>	<p>Any other meeting of shareholders other than the first paragraph shall be called an extraordinary general meeting, and the Board of Directors may convene such an extraordinary general meeting whenever it deems appropriate.</p> <p>One or more shareholders holding shares totalling not less than ten (10) percent of the total issued shares may jointly submit a written request to the Board of Directors to convene an extraordinary general meeting of shareholders at any time, but the matter and reasons for the request must be clearly stated in the written request. In such a case, the Board of Directors shall arrange for the meeting of shareholders within forty-five (45) days after receiving the written request from the shareholders.</p> <p><u>In the event that the Board of Directors fails to convene a meeting within the period specified in paragraph four, all shareholders who have signed the petition or other shareholders collectively holding the required number of shares may convene a meeting themselves within forty-five (45) days from the expiry of the period specified in paragraph four. In such a case, it shall be deemed a shareholders' meeting convened by the Board of Directors, and the Company shall be responsible for the necessary expenses incurred in holding the meeting and providing reasonable facilities.</u></p> <p><u>In the event that it appears that any shareholders' meeting convened by shareholders as specified in paragraph five does not meet the quorum required by law,</u></p>

Original articles	Proposed amendments
<p><b>Article 33.</b> In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the venue, date, time, agenda, and matters to be presented to the meeting with appropriate details, clearly indicating whether the matters are for acknowledgment, approval, or consideration, as the case may be, including the Board's opinion on the matter, and shall send it to shareholders and the registrar no less than seven (7) days before the meeting. The notice of the meeting shall be published in a newspaper no less than three (3) days before the meeting and for a continuous period of no less than three (3) days.</p> <p>The meeting venue may be in the province where the Company's head office is located, or elsewhere as the Board of Directors may determine.</p>	<p><u>the shareholders as specified in paragraph five shall jointly be responsible for reimbursing the Company for the expenses incurred in holding that meeting.</u></p> <p><b>Article 33.</b> In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the venue, date, time, agenda, and matters to be presented to the meeting with appropriate details, clearly indicating whether the matters are for acknowledgment, approval, or consideration, as the case may be, including the Board's opinion on the matter, and shall send it to shareholders and the registrar no less than seven (7) days before the meeting. The notice of the meeting shall be published in a newspaper no less than three (3) days before the meeting and for a continuous period of no less than three (3) days.</p> <p>The meeting venue may be in the province where the Company's head office is located, or elsewhere as the Board of Directors may determine.</p> <p><u>In the event that a meeting is held via electronic means, the Company's head office shall be considered the location of the meeting.</u></p>
<p><b>Article 48.</b> The seal of the Company shall be as follow:</p> 	<p><b>Article 48.</b> The seal of the Company shall be as follow:</p> 

Original articles	Proposed amendments
-None-	<p><b>Article 50.</b> <u>In cases where the Company or its board of directors is required to send letters or documents to directors, shareholders, or creditors in accordance with the law or articles of association of the Company, if such persons have expressed their intention or consented to the sending of such letters or documents electronically, the Company or its board of directors may send such letters or documents electronically, in accordance with the criteria prescribed by law.</u></p> <p><u>Notification, warning, announcement, or advertising of any message concerning the Company to other persons or the public through newspapers as prescribed by the Public Limited Company Act may be replaced by advertising through electronic media, in accordance with the criteria prescribed by law.</u></p>

Board's Opinion : The Board of Directors has considered and deemed it appropriate to propose to the shareholders' meeting for consideration and approval the change of company name, change of company seal, and amendments to the Memorandum of Association (Article 1) and the Articles of Association of the Company as detailed above. Furthermore, it is deemed appropriate to propose to the shareholders' meeting for consideration and authorization of a person designated by the Board of Directors to register the amendments to the Memorandum of Association and the Articles of Association with the Department of Business Development, Ministry of Commerce, with the authority to amend the wording to comply with the Registrar's orders.

Resolution : This agenda requires approval by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.

**Agenda 9****Other Matters (if any)**

Board's Opinion : The Board of Directors deems that it is appropriate to provide an opportunity for shareholders who wish to propose matters other than those specified in the invitation letter. Such proposals must be made in accordance with the rules and procedures prescribed by law.

The Company has determined the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) on March 20, 2026. The Company has published the invitation letter for the meeting along with the supporting documents on the Company's website at [www.techleadnbn.co.th](http://www.techleadnbn.co.th) under the heading "Shareholder Meetings" in the category "Shareholder Info". For the 2026 Annual General Meeting of Shareholders to be held on April 27, 2026, the Company has decided to conduct the meeting via electronic media (e-Meeting) in accordance with the regulations set out in the relevant laws regarding electronic meetings. The Company will ensure that the Meeting is conducted transparently, correctly according to the law, and in compliance with the Company's articles of association to comply with the shareholders' meeting regulations of the SEC Office.

Shareholders who wish to attend the meeting in person, or who wish to appoint an independent director as proxy as listed in [Enclosure 5](#) or any other person to attend the meeting on their behalf, are requested to prepare the required documents or evidence for registration to attend the meeting via electronic means in accordance with [Enclosure 6](#). In this regard, shareholders are requested to review the details of the Articles of Association related to the shareholders' meeting as detailed in [Enclosure 8](#) and to review the guidelines for attending the shareholders' meeting via e-Meeting System of Inventech Connect as detailed in [Enclosure 9](#).

For Shareholders who wish to submit questions in advance or request a hard copy of proxy form as per [Enclosure 7](#), please submit your questions or request via email to [investorrelations@techleadnbn.co.th](mailto:investorrelations@techleadnbn.co.th), including your full name and mailing address. In the case of requesting a proxy form, the request shall be submitted to the Company at least 14 days prior to the meeting, i.e., by April 12, 2026.

Sincerely yours,



(Mr. Panthawat Nakvisut)

Chairman of the Board

## Minutes of the Extraordinary General Meeting of Shareholders No. 1/2026

### Techlead NPN Public Company Limited

The Extraordinary General Meeting of Shareholders No. 1/2026 of Techlead NPN Public Company Limited (the “Company”) was held on February 20, 2026 (the “Meeting”), via electronic means in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (A.D. 2020). The Meeting was broadcast live via video conferencing, and the Company recorded the Meeting as a video recording.

The Meeting started at 2.00 p.m.

Mr. Panthawat Nakvisut, Chairman of the Board acting as Chairman of the Meeting. Directors, executives, and advisors of the Company attended the Meeting as follows

#### **Directors attending the meeting**

- |    |                                  |   |
|----|----------------------------------|---|
| 1. | Mr. Panthawat Nakvisut           | Chairman of the Board   |
| 2. | Dr. Woraphat Phucharoen          | Independent Director/ Chairman of the Audit Committee   |
| 3. | Gen. Puttawat Yoodthanawachapong | Independent Director/ Member of the Audit Committee/<br>Chairman of the Corporate Governance and Sustainability<br>Committee  |
| 4. | Ms. Sudjai Pansin                | Independent Director/ Member of the Audit Committee/<br>Member of the Nomination and Remuneration Committee/<br>Chairman of the Risk Management Committee/<br>Member of the Corporate Governance and Sustainability Committee |
| 5. | Mr. Chalermchai Keawpradit       | Independent Director/<br>Member of the Nomination and Remuneration Committee  |
| 6. | Mr. Issara Rounsuk-Udom          | Director/ Chairman of the Executive Committee/ Chief Executive Officer  |
| 7. | Mr. Phuriphat Petdee             | Vice Chairman of the Board/<br>Chairman of the Nomination and Remuneration Committee/<br>Member of the Risk Management Committee  |

Number of directors attending the Meeting equals to 100 percent of the total number of directors.

#### **Executives attending the Meeting**

- |    |                               |  |
|----|-------------------------------|--|
| 1. | Mr. Issara Rounsuk-Udom       | Chairman of the Executive Committee/ Chief Executive Officer |
| 2. | Ms. Sukanya Tipmanee          | Member of the Executive Committee/ President                 |
| 3. | Ms. Chonlada Thaweephanyophat | Chief Financial Officer                                      |

#### **Company’s Advisors**

- |    |                            |   |
|----|----------------------------|---|
| 1. | Mr. Akrapach Kumkanis      | Independent Financial Advisor from Silver Lining Advisory Co., Ltd. |
| 2. | Mr. Daychawat Lerkbangplad | Independent Financial Advisor from Silver Lining Advisory Co., Ltd. |

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3. Ms. Nichapun Pancharoenthavorn Financial Advisor from The Borealis Advisory Co., Ltd.
  4. Ms. Rujisaya Bubpaprohms Legal Advisor from Kudun & Partners Co., Ltd.
  5. Ms. Viparat Timprathuang Legal Advisor from Kudun & Partners Co., Ltd.
  6. Ms. Thamonwan Kooosuan Legal Advisor from Kudun & Partners Co., Ltd.

Company Secretary Mrs. Nopparat Suttituluk (Minutes Taker)

Moderator Mr. Wongwiwat Hema

The Moderator welcomed and thanked to the shareholders for attending the Extraordinary General Meeting of Shareholders No. 1/2026 of the Company and informed the shareholders that the Meeting is being held in electronic means in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 and other relevant laws and regulations, and the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings Via Electronic Means B.E. 2563. In this regard, Inventech Systems (Thailand) Co., Ltd., a company with sufficient expertise and experience, was assigned by the Company to provide service of the electronic meetings which has a computer software system that meets security standards in line with the standards of the relevant agencies, namely the Electronic Transactions Development Agency (ETDA).

In addition, the Company has placed importance on organizing the shareholders meeting in a manner that facilitates shareholders' participation without the need to travel to the meeting venue. This helps save time and travel expenses, while also reducing greenhouse gas emissions from transportation, which is in line with government policy. Accordingly, the Company deemed it appropriate to convene this Extraordinary General Meeting of Shareholders exclusively via electronic means.

The Moderator further informed the Meeting that today's meeting was being broadcast via video conference. The Moderator explained the methods of communication with the Meeting, as well as the procedures for identity verification and registration, in accordance with the details provided in Enclosures No. 7 and 10, which were delivered to the shareholders together with the Notice of the Meeting. There are independent directors who had been appointed as proxies from shareholders, and the Company had collected the proxy forms and submitted them to the Chairman. The Company would cast votes in accordance with the wishes of the shareholders as specified in the proxy forms.

The Moderator additionally explained that shareholders could communicate with the Meeting through two channels, as follows:

1. Text Message. Participants could select the agenda items that they wish to raise questions about, then click the "Question" button and type their question. The Company would respond to the questions during the relevant agenda items. However, in the event that a large number of questions were submitted, the Company reserved the right to consider and select appropriate questions.

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2. Video Conference. Participants could click the “Video Conference Question” button, followed by “Confirm” to reserve a queue. Once approved by the staff, participants could activate their cameras and microphones. Participants were required to state their full names and indicate whether they were attending as shareholders or proxies before raising their questions, so that the Company could accurately record them in the minutes. *If any participant wishes to remain anonymous, please inform the company before raising questions or expressing opinions.*

The Moderator requested shareholders’ cooperation in expressing opinions or asking questions only after the directors and executives had provided explanations on each agenda item. In cases where questions or comments were unrelated to the agenda under consideration, the Moderator clarified that the Company reserved the right to address such matters under other appropriate agenda items as deemed suitable. The Moderator also informed the Meeting of the contact details for the Call Center in case of any technical issues during the use of the system.

The Moderator then introduced the directors, executives, independent financial advisor, financial advisor and legal advisor of the Company who were in attendance, the details of whom are recorded in these minutes. The Moderator further informed the Meeting that the Company had set the date to determine the names of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2026 (Record Date), pursuant to the Securities and Exchange Act B.E. 2535 (Section 89/26), on January 21, 2026.

The Moderator reported that, at this meeting, there were 6 shareholders attending in person, holding 7,064 shares, and 30 shareholders attending by proxy, holding 4,074,324,819 shares. In total, 36 shareholders were present, holding an aggregate of 4,074,331,883 shares, representing 71.4888 percent of the Company’s total issued and paid-up shares of 5,699,252,147 shares. A quorum was thus constituted in accordance with the Articles of Association of the Company.

The Moderator then invited the Chairman of the Meeting to open the Extraordinary General Meeting of Shareholders No. 1/2026.

Mr. Panthawat Nakvisut, Chairman of the Board, acted as the Chairman of the Meeting (the “Chairman”) and declared the Extraordinary General Meeting of Shareholders No. 1/2026 duly convened. The Chairman expressed his appreciation to the shareholders for their valuable time in attending the Extraordinary General Meeting of Shareholders No. 1/2026.

The Chairman requested the Moderator to explain the procedures and processes for conducting the Meeting.

The Moderator explained the procedures and processes for the conduct of the Meeting, summarized as follows:

1. Voting Rights: Each shareholder shall have votes equal to the number of shares held, with one share carrying one vote. Each shareholder has the right to vote [Approval], [Disapproval], or [Abstention] in one manner only, except for Custodian, who may split their votes. In each agenda item, if a shareholder does

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not cast a vote within the specified timeframe, the Company will deem such shareholder to have voted in favor of the agenda item.

2. Voting Procedures for each agenda item:

- (1) The Meeting shall proceed in accordance with the agenda items set out in the Notice of the Meeting. Information on each agenda item will be presented, followed by an opportunity for shareholders to raise questions before voting. The voting results will be announced after the vote counting for each item is completed.
- (2) To cast a vote, shareholders shall select the agenda item and click the “Vote” button. The system will display three options: Approval, Disapproval, and Abstention.  
  
For shareholders or proxies representing multiple accounts, the system will display all accounts separately, and votes shall be cast per account
- (3) To cancel a vote, shareholders may click the “Cancel Vote” button. Shareholders who do not cast a vote within the specified timeframe will be deemed to have voted in favor of the agenda item. Votes may be changed until the system announces the closure of voting for that item. Each agenda item will allow one minute for voting, after which the results will be announced. Once results are announced, no further changes or retroactive votes will be permitted.
- (4) For proxies holding multiple accounts, the “User Account” menu and “Switch Account” button may be used to switch between accounts without affecting votes already cast.
- (5) If a shareholder leaves the Meeting before voting on any agenda item is closed, such shareholder’s shares will not be counted towards the quorum for that agenda item and their votes will not be included in subsequent items, unless votes were already cast before leaving. However, leaving the Meeting will not prejudice the rights of such shareholders or proxies to rejoin and participate in later agenda items.
- (6) For shareholders granting proxies with specific voting instructions, the Company has already recorded the votes (Approval, Disapproval, or Abstention) as indicated in the proxy forms into the system for each agenda item.
- (7) Questions and Comments:
  - Before voting on each agenda item, shareholders will be given the opportunity to raise questions or express opinions related to that agenda item.
  - Participants could select the agenda items that they wish to raise questions about, then click the "Question" button and follow the procedures, either by submitting text questions or reserving a queue to ask via video conference.

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- For the purpose of accurately recording the minutes, shareholders or their proxies are requested to state their full names each time they raise questions or express opinions. If any shareholder/proxy wishes to remain anonymous, please inform the company before raising questions or expressing opinions.
  - In the event that numerous questions are submitted, the Company reserves the right to select questions based on their relevance to the agenda, duplication, or whether the matter has already been addressed.
- (8) If shareholders experience any issues with accessing the Meeting or voting system, they are advised to follow the instructions provided with the Notice of the Meeting, or select the “Help” menu to contact the Inventech Call Center.

Before proceeding with the agenda items, the Moderator inquired whether any shareholders had questions regarding the rules and voting procedures.

As there were no further questions, the Chairman requested the Meeting to consider the agenda items as follows:

**Agenda 1 To consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025 held on September 12, 2025**

The Chairman assigned the Moderator to present the details of this agenda to the Meeting.

The Moderator informed the Meeting that the Company convened the Extraordinary General Meeting of Shareholders No. 2/2025 on September 12, 2025. The Company prepared the minutes of the meeting correctly and completely and submitted to the Stock Exchange of Thailand (the “SET”) within the timeframe prescribed by applicable laws. The minutes were also published on the Company’s website at [www.techleadnpn.co.th](http://www.techleadnpn.co.th) under the topic “Shareholder Meetings” in the “Shareholders” section for shareholders’ acknowledgment and verification. Details are provided in [Enclosure 1](#).

The Board of Directors has considered and is of the opinion that the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, held on September 12, 2025, were accurately and completely recorded. Accordingly, the Board of Directors deems it appropriate to propose that the Shareholders’ Meeting consider and adopt such minutes.

The Moderator provided an opportunity for the shareholders to raise questions and express their further opinions.

As there were no additional questions and opinions, the Moderator proposed that the Shareholders’ Meeting vote on this agenda item, which requires approval by a majority of the total votes of the shareholders present at the Meeting and casting their votes.

**Resolution** The Meeting resolved to adopt the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025 held on September 12, 2025, by a majority of the total votes of the shareholders present at the Meeting and casting their votes, as detailed below:

Voting	Number of Votes	The percentage of the total votes of the shareholders present at the meeting and casting their votes
Approval	4,074,327,983	100.0000
Disapproval	0	0.0000
Abstention	3,900	-
<b>Total (36 persons)</b>	<b>4,074,331,883</b>	<b>100.0000</b>

**Agenda 2 To consider and approve the investment in Inventech Systems (Thailand) Co., Ltd.**

The Chairman assigned the Moderator to present the details of this agenda to the Meeting.

The Moderator informed the Meeting that following the Company's business expansion plan, which aims to expand into the technology business, which is a business with growth potential in revenue generation and capable of rapid expansion, the Board of Directors' meeting has resolved to propose that the Shareholders' Meeting consider and approve the investment in Inventech Systems (Thailand) Co., Ltd. ("Inventech"), which operates as a software system service provider for businesses, particularly in the area of comprehensive shareholder meeting systems and other related services, by acquiring shares in Inventech from A. Prime Vision Co., Ltd. and the current existing shareholders of Inventech (the "Inventech Seller"), including the approval of the execution of the share purchase agreement for the shares in Inventech and any agreements and other documents related to the investment in Inventech, as well as the granting of any relevant authorities in connection therewith (the "Inventech Investment Transaction"). In connection with this investment, the Company plans to acquire all shares in Inventech, comprising 100,000 ordinary shares and 96,078 preference shares, totaling 196,078 shares, with a par value of THB 100 per share, representing 100 percent of the total issued and paid-up shares of Inventech. The investment value in Inventech consists of 1) a share purchase price of THB 360,000,000 and 2) cash and cash equivalents remaining on Inventech's balance sheet as of the investment transaction closing date of up to THB 60,000,000. Accordingly, the management expects that the total investment value will not exceed THB 420,000,000. It is expected that the Inventech Investment Transaction will be completed within the first quarter of 2026. However, the parties may agree to postpone the completion date as necessary, subject to mutual agreement in writing.

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Upon completion of the Inventech Investment Transaction, the Company will hold 100 percent of the total issued and paid-up shares of Inventech, as a result of which Inventech will become a subsidiary of the Company. In this regard, the Inventech Seller have no relationship with the Company and the following persons of the Company: management, major shareholders, controlling persons, persons to be proposed as executives or controlling persons, including related persons and close relatives of such persons. Therefore, the Inventech Investment Transaction is not regarded as a connected transaction under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions dated August 31, 2008 (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (A.D. 2003) dated November 19, 2003 (as amended) (the “Connected Transaction Notifications”).

Details of cash and cash equivalent payments are divided into two periods as follows:

- 1) Installment 1 : On the Completion Date, the Purchaser agrees to pay cash in an amount equal to 80 percent of the cash balance as at December 31, 2025.
- 2) Installment 2 : Within three (3) days after the Inventech Sellers delivers the financial statements of Inventech as at the Completion Date, which are prepared by the management of Inventech and mutually agreed upon by the parties on the Completion Date. The amount payable by the Purchaser under Installment 2 shall be deducted by the amount equivalent to 80 percent of the cash balance as at December 31, 2025 as paid under Installment 1.

The Inventech Investment Transaction is regarded as an acquisition of assets pursuant to the Notification of the Capital Markets Supervisory Board No. TorJor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets dated August 31, 2008 (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (2004) dated October 29, 2004 (as amended) (collectively, the “Notifications on Acquisition and Disposition of Assets”). Upon review of the transaction size using various approaches under the Notifications on Acquisition and Disposition of Assets, the highest value of the transaction is equal to 66.6 percent according to the total value of consideration paid or received, calculated based on the reviewed financial statements of the Company ended September 30, 2025, and when including the size of the asset acquisition transaction during the previous 6 months will result in the maximum total transaction size equal to 84.6 percent according to the total value of consideration paid or received. Therefore, such transaction is classified as a “Class 1 Transaction” under the Notifications on Acquisition and Disposition of Assets, i.e. transaction, which has a value equal to 50 percent or higher but lower than 100 percent. The Company is, therefore, obliged to prepare and disclose an information memorandum which must at least contain information as required in Schedule (1) attached to the Notifications on Acquisition and Disposition of Assets, and convene a Shareholders’ Meeting to approve the entering into the transaction with affirmative votes of not less than three-fourths of the total number of

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votes of the shareholders who attend the meeting and are entitled to vote, excluding such votes of the interested shareholders. The Company must also appoint an independent financial advisor (IFA) who is a financial advisor approved by the Securities and Exchange Commission (the “SEC Office”) to provide an opinion on the transaction.

In connection with the Inventech Investment Transaction, the Company has appointed Silver Lining Advisory Co., Ltd., which is on the list of financial advisors approved by the SEC Office (the “Independent Financial Advisor”), as an independent financial advisor to provide its opinion to the Company’s shareholders regarding the Inventech Investment Transaction on: (1) the reasonableness and benefits of the transaction, (2) the fairness of the price and pricing conditions, and (3) whether shareholders should vote in favor of or against the transaction. Details are set out in the Independent Financial Advisor’s Opinion Report on Acquisition of Assets in relation to the Acquisition of Shares of Inventech Systems (Thailand) Co., Ltd., Enclosure 4.

Furthermore, the Inventech Investment Transaction is regarded as purchasing or taking a transfer of the undertaking of a private company to be owned by the Company under Section 107(2)(b) of the Public Limited Companies Act B.E. 2535 (1992) (as amended) which is required to be approved by the Shareholders’ Meeting of the Company with affirmative votes of not less than three-fourths of the total number of votes of the shareholders attending the meeting entitled to vote.

Details of the Inventech Investment Transaction are set out in the Information Memorandum on Acquisition of Assets of Techlead NPN Public Company Limited Re: Asset Acquisition Transaction (under Schedule (1)) in relation to the Acquisition of Shares of Inventech Systems (Thailand) Co., Ltd., Enclosure 2, and Information Memorandum on Acquisition of Assets of Techlead NPN Public Company Limited Re: Asset Acquisition Transaction (under Schedule (2)) in relation to the Acquisition of Shares of Inventech Systems (Thailand) Co., Ltd., Enclosure 3.

The Board of Directors is of the opinion that this investment is reasonable and will provide maximum benefit to the Company and shareholders in the long term, with the following details: (1) It is a business expansion in accordance with the Company’s business expansion plan; (2) It diversifies risks from relying on revenue from PayGenix’s payment service business and increases the proportion of new revenue streams within the group to be more diversified; (3) The Company’s personnel will be able to learn from the experience and management strategies of Inventech’s existing management team, which will enhance the potential for sustainable business expansion in the future; and (4) It provides additional quality resources to help develop and strengthen the Company’s group businesses.

Inventech has significant growth potential due to its capability to expand its customer base under Inventech’s operations, both in its core business and other service businesses, by effectively leveraging the Company’s customer network, human resources, and technology business knowledge. Furthermore, personnel support and specialized expertise from the Company can enhance the potential to develop new products and services that meet market demands. Additionally, Inventech will have capital support from the Company to use for further related business expansion and to continue investment growth in the future.

Moreover, the Board of Directors is of the opinion that the total consideration for acquiring all shares in Inventech at a total value not exceeding THB 420,000,000 is appropriate and represents fair value, as this consideration was evaluated based on the discounted cash flow method, which is consistent with Inventech's business plan. Therefore, the total consideration not exceeding THB 420,000,000 can appropriately reflect Inventech's cash flow generation capability and can reflect the true value of Inventech's ordinary shares. However, the Board of Directors is of the opinion that this investment will enable the Company to generate an investment return of not less than 12 percent, which is in accordance with the Company's investment policy and will benefit the Company and the Company's shareholders in the long term.

For opinion to the Company's shareholders regarding the Inventech Investment Transaction, the Moderator invited Mr. Daychawat Lerkbangplad from Silver Lining Advisory Co., Ltd., an independent financial advisor approved by the SEC, to provide details.

The Independent Financial Advisor summarized the details of their opinion to the Shareholders' Meeting as follows:

**1. Background and purpose of the transaction**

General characteristics of This proposed transaction

Subject	Details
Buyer	Techlead NPN Public Company Limited (the "Company " or "TL")
Seller	A.Prime Vision Co., Ltd. ("A.PRIME")
Shares Purchased	196,078 shares of Inventech Systems (Thailand) Co., Ltd., representing 100 percent of its total shares. This consists of 100,000 ordinary shares and 96,078 preferred shares.
Purchase Price	The total investment value will not exceed <u>THB 420,000,000</u> . Payment will be made in cash, comprising: <ol style="list-style-type: none"> <li>1. Share value of <u>THB 360 million</u>, and</li> <li>2. Cash and cash equivalents remaining as per the financial statements as of the date of completion of the transaction, <u>not exceeding THB 60 million</u>.</li> </ol>
Sources of funds	The Company will use internal cash <sup>1/</sup> and funds received from the issuance and offering of newly issued shares to a PP under the framework approved by the Extraordinary General Meeting of Shareholders No. 2/2025 on September 12, 2025, comprising 1,051.97 million shares under the Specific Objective format and 422.45 million shares under the General Mandate at THB 0.25 per share, totaling a value not exceeding THB 368.61 million.

Remark : 1/ The Company has cash and cash equivalents of THB 249.28 million, as per the audited consolidated financial statements as of September 30, 2025.

Summary of the background and purpose of the transaction

- 1) The Company plans to expand its investment into the Technology business (“Tech business”). This sector possesses high growth potential, rapid scalability, and aligns with Mega Trends.
- 2) In June 2025, the Company acquired 100 percent of the common shares of PayGenix, a payment gateway service provider, resulting in a significant improvement in the Company's consolidated financial performance.
- 3) In September 2025, the Extraordinary General Meeting of Shareholders No. 2/2025 resolved to approve the issuance and allocation of additional ordinary shares via PP, with a plan to use the proceeds to expand investment in the Tech business and other Tech-related businesses through transactions.
- 4) To further enhance its growth potential in the Tech business, the Company considered acquiring Inventech shares in this transaction. This aligns with the Company's investment plan, which aims to support its strategy of expanding investments in the Tech business.
- 5) Investing in Inventech, a business with recurring revenue and long-term growth potential from its comprehensive shareholder meeting services, aligns with the Company's business direction and helps expand its access to technology and its customer base among listed companies.

**2. Inventech Business Overview**

General information

Subject	Details
Company Name	Inventech Systems (Thailand) Co., Ltd. (“Inventech”)
Business type	Providing comprehensive shareholder meeting systems and other related services.
Corporate registration number	0105537069783
Issued and paid-up capital	THB 19,607,800

Inventech specializes in providing comprehensive shareholder meeting systems. Its core business is providing AGM-EGM (General Meeting and Executive Meeting) services, accounting for approximately 96 percent of Inventech's total revenue, with supplementary services including IR Smart (investor relations website services), Smile Connect (corporate meeting system services), Agnes System (company data management and share register system), i-Connect (comprehensive conference and seminar services), and

Convene (board meeting management system services), account for approximately 4 percent of its total revenue.

Inventech's customer base is divided into three groups: 1) Customers listed on the Stock Exchange of Thailand, 2) Bond/Trust customers, and 3) Customers in other service sectors.

Currently, Inventech holds approximately 25 percent of the market share in providing shareholder meeting services to all companies listed on the Stock Exchange of Thailand, and over 60 percent of the market share in providing meeting services to all companies listed in the SET 50.

### 3. Summary of the valuation results for the transaction

Valuation methods	Total transaction value (THB million)	Value per share (THB per share)	Appropriateness	Supporting reasons
1) Book Value Approach	43.15	220.06	Not appropriate	This method reflects only the book value at a specific point in time and does not reflect the potential and future performance of the target company. Therefore, this valuation method is <b>not appropriate</b> .
2) Adjusted Book Value	43.15	220.06	Not appropriate	
3) Market Comparable				
3.1) P/BV Ratio	116.42 – 125.57	593.76 – 640.39	Not appropriate	This method reflects only the financial position and performance at a specific point in time, comparing it to the ratio data of listed companies used as a reference. It does not take into account differences in size, revenue structure, and capital structure of each company, etc. Furthermore, it does not reflect the future potential and performance of the target company. Therefore, this valuation method is <b>not appropriate</b> .
3.1) P/E Ratio	106.24 – 129.40	541.84 – 659.95	Not appropriate	
3.3) EV/EBITDA Ratio	143.97 – 164.97	734.23 – 841.37	Not appropriate	

Valuation methods	Total transaction value (THB million)	Value per share (THB per share)	Appropriateness	Supporting reasons
4) Discounted Cash Flow Approach (DCF)	<u>369.80 – 458.57</u>	<u>1,885.97 – 2,338.72</u>	Appropriate	This method reflects the ability to generate cash flow and future performance, by assessing the present value of the target company's expected net cash flows. Therefore, this valuation method is <b>appropriate</b> .
Transaction value	420.00	2,142.00		

#### 4. Summarize the advantages of the transaction

- 1) The Company can immediately recognize the operating results from Inventech, resulting in improved financial performance after the transaction, including an increase in operating revenue from THB 130.74 million to THB 182.20 million and an increase in pre-tax profit from THB 0.05 million to THB 14.44 million.
- 2) The Company gained over 300 new clients from listed companies and corporate clients, which will provide opportunities to access this customer base for further development and offering of related products and services in the future.
- 3) The Company benefited from diversifying its revenue structure from solely relying on Payment Gateway services to including a shareholder meeting business with recurring income, resulting in a more balanced business portfolio.
- 4) The Company can significantly save time in developing new businesses by achieving immediate revenue, customer base, and operational readiness, effectively reducing the risk of expanding into new businesses.
- 5) The Company has an experienced management team and personnel in the shareholder meeting system services business, which will help the company maintain business continuity and benefit from knowledge sharing from the existing management and personnel.
- 6) Increase opportunities for long-term revenue generation for the Company from Inventech's other services, in addition to shareholder meeting revenue, such as Agnes System, IR Website, Smile Connect, etc., which are recurring revenue streams. The Company plans to utilize human resources during the off-season for shareholder meetings to market and promote to existing and new customers. This approach will help strengthen opportunities for long-term revenue growth from these supplementary services.

5. Summarize the disadvantages and risks of the transaction.

- 1) The Company may lose the opportunity to use the funds for other investments that may provide greater benefits than investing in this transaction.
- 2) Business risk of Inventech from reliance on management, as the business is a specialized service relying on expertise and customer relationships. However, this risk is mitigated by the conditions in the share purchase agreement and the Management Agreement, which include a 5-year term for key management personnel, as well as conditions prohibiting competition and the solicitation of key personnel.
- 3) Risk of Inventech's performance not meeting expectations, potentially resulting in the Company recognizing lower earnings than projected. However, this risk is mitigated by the 5-year term for key management personnel and a performance-based compensation structure.
- 4) Risk that the preconditions to the transaction may not be met or may be delayed, which could result in the acquisition of Inventech shares not being completed on schedule or as planned.

6. Summary of the Opinion of the Independent Financial Advisor

Subject	Opinion of the Independent Financial Advisor
The reasonableness of the transaction value in entering into this asset acquisition	The total value of this transaction will <u>not exceed THB 420 million, or THB 2,142 per share, being between THB 369.80 to 458.57 million, or THB 1,885.97 – 2,338.72 per Share</u> , which falls within the appropriate appraisal range of the Independent Financial Advisor. Therefore, the Independent Financial Advisor is of the opinion that the value of this proposed Transaction is <b>reasonable</b> .
The objectives and necessity of entering into the transaction, including the advantages, disadvantages, and risks of entering into the transaction	After considering the objectives, necessity, advantages, disadvantages, and risks of entering into the transaction, the independent financial advisor is of the opinion that the Company has reasonable grounds and necessity for the acquisition. The objective of investing in Inventech shares is to strengthen the group of companies and aligns with the Company's investment goals, which focus on investing in Tech Businesses and other related businesses. The Company will benefit from this transaction. The Independent Financial Advisor is of the opinion that the entering into this asset acquisition transaction is <b>reasonable</b> .
Summary of the suitability of the terms and conditions	From the consideration of draft share purchase agreement based on the key conditions, including (1) the purchase price and payment method, (2) Key conditions precedent, (3) non-compete condition,

Subject	Opinion of the Independent Financial Advisor
of the share purchase agreement.	(4) representations and warranties of the sellers, and other related conditions, as well as the Management Agreement which has conditions regarding the employment of key executives for a period of 5 years to support business continuity during the transition period, the Independent Financial Advisor is of the opinion that the said draft share purchase agreement, as well as the Management Agreement, is <b>reasonable</b> .

In summary, from the analysis of the Independent Financial Advisor regarding the objectives and necessity of the transaction, including the advantages, disadvantages, and risks of entering into the transaction, the reasonableness of the price, and the conditions for entering into the transaction based on the share purchase agreement, together with the consideration of the benefits that the Company should receive. Therefore, the Independent Financial Advisor has the opinion that **the Shareholders' Meeting should approve the Inventech Investment Transaction.**

The Moderator thanked the Independent Financial Advisor and informed the Meeting that the Board of Directors has considered and resolved to approve and propose that the Shareholders' Meeting consider approving the investment in Inventech by acquiring all shares in Inventech, totaling 196,078 shares with a par value of THB 100 per share, from the Inventech Seller for a total consideration not exceeding THB 420,000,000. This includes the approval of the execution of the share purchase agreement in respect of Inventech and any agreements, arrangements, or other contracts related to the investment in Inventech in all respects as detailed above. The Board of Directors also resolved to propose that the Shareholders' Meeting consider approving the delegation of authority to the Board of Directors, the Executive Committee, the Chief Executive Officer, the persons authorized by the Board of Directors, the persons authorized by the Executive Committee, and/or the persons authorized by the Chief Executive Officer, to take any actions relating to or necessary for the completion of the investment transaction, including the negotiation, execution, signing, and amendment of the share purchase agreement, agreements, contracts, and other documents relating to the investment transaction as mentioned above, as well as the determination of principles, terms and conditions, and other details that are necessary and related to the said investment transaction, as necessary and appropriate under the applicable laws, including but not limited to:

- 1) Negotiating, defining, modifying, and amending necessary details, conditions, and procedures for the transaction; signing the draft share purchase agreement, agreements, and any necessary documents to ensure the conversion of the full share purchase agreement complies with the agreed terms and conditions.
- 2) Signing necessary application forms, petitions, and evidence related to the transaction; and
- 3) Contacting, registering, obtaining permissions and waivers from relevant government agencies or regulatory bodies, and taking any necessary and appropriate actions for the

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best interests of the Company, within the framework and principles approved by the Company's board of directors.

- 4) Carrying out any other actions related to, necessary for, and appropriate to the above, including considering the placement of a deposit, within the framework and amount approved by the Company's board of directors.

The Moderator provided an opportunity for the shareholders to raise questions and express their further opinions.

The participants raised questions to the Company, the key issues of which can be summarized as follows:

Mr. Piyapong Prasatthong, a shareholder who attended the Meeting in person, had questions related to this agenda item, which can be summarized as follows:

- 1) Regarding the acquisition of Inventech, a company that provides meeting systems to other listed and unlisted companies, primarily serving clients who utilize their services for shareholder meetings in online, onsite, and physical formats, when and how is the Company expected to return to profitability and have the CS and CB designations removed?

Answer The acquisition of Inventech is part of the Company's long-term growth plan and will help resolve the financial issues that have led to the Company currently being designated with CS and CB. Inventech is a well-performing and continuously growing company, and the timeframe for the removal of these designations will depend on Inventech's future financial performance.

Mr. Songpon Sukontapong, a shareholder rights volunteer, a proxy from the Thai Investors Association, submitted questions to the Company in advance of the Meeting, which can be summarized as follows:

- 1) How has the company analyzed Inventech's market share in the e-Meeting business in detail, and what are its strategic plans to increase its market share beyond competitors in the next 2-3 years?

Answer The Company analyzes market share in the e-Meeting services business using data from the past 3 - 5 years and compares it to the number of listed companies, as well as other existing players (3 - 4 players). Inventech has performed very well considering its current team size. In the future, the Company will consider increasing the number of personnel to support a larger volume of work, while maintaining the standards and quality of work delivery.

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- 2) How does the company assess Inventech's revenue growth potential during the low season, apart from March-April, which is the high season for shareholder meetings?

Answer Inventech also has many other products besides meeting services that will help listed companies manage company data, shareholding information, and investor relations website pages. These will be marketed more extensively this year. Furthermore, during the off-season, Inventech typically uses this time to study and develop additional systems to support new technologies and customer needs. Currently, Inventech has also expanded its customer base to include condominium management companies.

- 3) What key financial indicators (KPIs) will the company use to track Inventech's performance to demonstrate tangible growth in the near future, such as revenue growth rate or net profit margin?

Answer The key KPI for Inventech is its ability to maintain a net profit level no lower than the previous year and the momentum of continued revenue growth compared to previous years.

- 4) How many years does the company expect to see a clear return on its investment in Inventech, and what are the projected net profit figures for the next 2 - 3 years?

Answer The Company views Inventech as a leading professional service provider in the country with extensive knowledge, experience, and expertise in providing various types of meeting services that have detailed and complex legal requirements and constraints, supported by technology. Currently, Inventech is already consistently profitable, so the payback period, compared to the acquisition value, may take some time. But it is another solid step in demonstrating that we will be a leading technology company that is professional and sustainable.

- 5) What measures does the company have in place to mitigate the risk of Inventech's former executives resigning before the agreed-upon 5-year period in the Management Agreement, in order to ensure continuity in management?

Answer During the acquisition negotiation process, the former executives shared the same vision regarding a joint growth strategy, leveraging the expertise and experience of both parties to create added value for Inventech and the Company. In addition, the company has a Succession Plan for key positions, outlining guidelines for developing new executives to replace those in key roles. The Company also ensures fair compensation and benefits for the former executives.

- 6) Does the company plan how to use the capital raised from the capital increase to expand businesses related to Inventech, and will the existing capital be sufficient for future expansion plans?

Answer The Company has defined Inventech's growth strategy, and the Company will provide support in marketing and other additional resources. In 2026, there will not be a significant increase in budget, as Inventech has products that have not yet been marketed and can generate continuous revenue without needing new development budgets. Therefore, a large amount of capital is not needed at this time.

As there were no additional questions and opinions, the Moderator proposed that the Shareholders' Meeting vote on this agenda item, which requires approval by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote, excluding the votes of shareholders with an interest in the matter.

Resolution The Meeting resolved to approved the investment in Inventech Systems (Thailand) Co., Ltd. ("Inventech"), by acquiring all shares in Inventech, totaling 196,078 shares with a par value of THB 100 per share, from the Inventech Seller for a total consideration not exceeding THB 420,000,000. This includes the approval of the execution of the share purchase agreement in respect of Inventech and any agreements, arrangements, or other contracts related to the investment in Inventech in all respects as detailed above. The Shareholders' Meeting approved the delegation of authority to the Board of Directors, the Executive Committee, the Chief Executive Officer, the persons authorized by the Board of Directors, the persons authorized by the Executive Committee, and/or the persons authorized by the Chief Executive Officer, to exercise any powers related to or necessary in the investment transaction in all respects as detailed above, by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote, excluding the votes of shareholders with an interest in the matter, as detailed below:

Voting	Number of Votes	The percentage of the total votes of the shareholders present at the Meeting and entitled to vote
Approval	4,074,328,883	100.0000
Disapproval	0	0.0000
Abstention	0	0.0000
<b>Total (35 persons)</b>	<b>4,074,328,883</b>	<b>100.0000</b>

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Remark : This resolution was approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote, excluding the 3,000 shares held by shareholders with an interest in the matter.

**Agenda 3** To acknowledge the investment in Nestify Co., Ltd.

The Chairman assigned the Moderator to present the details of this agenda to the Meeting.

The Moderator informed the Meeting that following the Company's business expansion plan, which aims to expand into the Technology business, the Board of Directors' Meeting resolved to approve the investment in Nestify Co., Ltd. ("Nestify"), which operates an electronic system or network for peer-to-peer lending transactions (Peer-to-Peer Lending Platform) under the name "StockLend by Nestify." The investment will be made through the acquisition of ordinary shares in Nestify from Peer For You Public Company Limited and other existing minority shareholders of Nestify (collectively, the "Nestify Sellers"), including the approval of the execution of the share purchase agreement for ordinary shares in Nestify and any agreements, arrangements, or other contracts related to the investment in Nestify, as well as the granting of relevant authorizations (the "Nestify Investment Transaction"). In connection with this investment, the Company plans for Techlead X Holding Co., Ltd. ("Techlead X"), a subsidiary of the Company (in which the Company holds 99.99 percent of the total issued and paid-up shares in Techlead X), to be the investment vehicle by acquiring all 1,000,000 ordinary shares in Nestify, representing 100 percent of the total shares of Nestify, from the Nestify Sellers, for a total purchase price not exceeding THB 113,500,000, payable in cash. The purchase price includes the transfer of the Sellers' rights as creditors of Nestify for loan debt under promissory notes totaling THB 34,428,083, or any other amount that Nestify owes to the Sellers as of the date the share purchase is completed, which represents the claim rights as creditors that the Sellers have against Nestify to be transferred to the Company.

Upon completion of the Nestify Investment Transaction, Techlead X will hold 100 percent of the total issued and paid-up shares of Nestify, as a result of which Nestify will become a subsidiary of the Company.

In this regard, the Nestify Sellers have no relationship with the Company and the following persons of the Company: management, major shareholders, controlling persons, persons to be proposed as executives or controlling persons, including related persons and close relatives of such persons. Therefore, the Nestify Investment Transaction is not regarded as a connected transaction according to the Connected Transaction Notifications.

In relation to the investment in Nestify, Techlead X, the Nestify Sellers, and/or the relevant counterparties jointly executed the share purchase agreement in January 2026. The Nestify Investment Transaction has been completed, with the details of the share purchase price as follows:

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- 1) The share price of all shares, totaling THB 79.1 million as of the date the transaction was completed.
  - 2) The transfer of Nestify's creditor rights against the seller, as stipulated in the promissory note, totaled THB 34.4 million on the date the transaction was completed.

The Nestify Investment Transaction undertaken by Techlead X is regarded as an acquisition of assets pursuant to the Notifications on Acquisition and Disposition of Assets. Upon review of the transaction size using various approaches under the Notifications on Acquisition and Disposition of Assets, the highest value of the transaction is equal to 18.0 percent according to the total value of consideration paid or received, calculated based on the reviewed financial statements of the Company ended September 30, 2025, and when including the size of the asset acquisition transaction during the previous 6 months will result in the maximum total transaction size equal to 18.0 percent according to the total value of consideration. Therefore, the transaction is classified as a Class 2 transaction under the Notification on Acquisition or Disposal of Assets, i.e. a transaction with a size equal to or exceeding 15 percent but less than 50 percent. As a result, the Company is required to prepare a report and disclose the transaction with the minimum required information pursuant to Schedule (1) attached to the Notification on Acquisition or Disposal of Assets, and to submit an information notice containing the minimum required information under Schedule (2) to the Company's shareholders within 21 days from the date of disclosure of the transaction to the SET, which must include at least the information specified in Items (2) 1, 2, 3, 5 (3), 7, and 8 of Schedule (2) attached to the Notification on Acquisition or Disposal of Assets, without the requirement to obtain approval from the Company's Shareholders' Meeting.

In this regard, the transaction for the investment in Nestify and the Inventech Investment Transaction are separate and independent transactions, with different objectives, contracting parties, transaction structures, and terms and conditions. Each investment involves the acquisition of shares from different sellers, and there is no agreement or condition requiring such transactions to be carried out together or to constitute part of a single transaction. Further details of the Nestify Investment Transaction are set out in the Information Memorandum on the Acquisition of Assets of Techlead NPN Public Company Limited in relation to the Acquisition of Ordinary Shares of Nestify Co., Ltd. by a Subsidiary of Techlead NPN Public Company Limited, Enclosure 5.

For further details regarding the investment transaction in Nestify, the Moderator invited Ms. Nichapun Pancharoenthavorn, a financial advisor from The Borealis Advisory Co., Ltd. (the "Financial Advisor"), to provide an overview of Nestify's business.

The Financial Advisor provided the following overview of Nestify's business:

Nestify is an electronic network service provider for peer-to-peer lending transactions, specifically the first Peer-to-Peer Lending Platform in Thailand licensed by the Ministry of Finance and regulated by the Bank of Thailand. Nestify obtained this license and commenced operations in 2022 under the name StockLend by Nestify. Nestify acts as an intermediary facilitating lending between borrowers and

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lenders, matching those needing loans with those willing to lend, and arranging loan agreements, disbursement, and repayment. Borrowers can use stocks listed on the stock exchange as collateral, categorized by volatility, liquidity, and historical performance. In the early part of 2026, driven by increased investor confidence in the stock market, it is believed that Nestify's performance will improve significantly.

The Moderator thanked the Financial Advisor and informed the Meeting that the Board of Directors has considered and resolved to approve and propose that the Shareholders' Meeting consider acknowledging the investment in Nestify by acquiring all 1,000,000 ordinary shares in Nestify, representing 100 percent of the total shares of Nestify, from the Nestify Sellers for a total consideration not exceeding THB 113,500,000 through Techlead X, a subsidiary of the Company and acknowledging the execution of the share purchase agreement for ordinary shares in Nestify and any agreements, arrangements, or other contracts related to the investment in Nestify, as well as the granting of authorizations related to the investment in Nestify in all respects as detailed above.

The Moderator provided an opportunity for the shareholders to raise questions and express their further opinions.

The participants raised questions to the Company, the key issues of which can be summarized as follows:

Mr. Songpon Sukontapong, a shareholder rights volunteer, a proxy from the Thai Investors Association, submitted questions to the Company in advance of the Meeting, which can be summarized as follows:

- 1) What key financial indicators does the Company use to assess the credit risk and default rate of borrowers on the StockLend platform, and what are its goals for controlling the default rate in the next 2 - 3 years?
- 2) How does the Company assess the adequacy of its existing risk management measures, such as loan limitations and a maximum LTV ratio of 60 percent for high-quality stocks, in dealing with price volatility of collateral and future economic conditions?

Answers 1) and 2), the Company would like to clarify that StockLend by Nestify acts as an intermediary matching borrowers who need to borrow money and those who wish to lend (Matching Platform), Nestify is not subject to default risk.

- 3) How does the Company plan to leverage its strong customer and partner base (Techlead NPN) to concretely expand Nestify's lender and borrower base in the next 2 - 3 years?

Answer In the past, the Company has invested in various Tech businesses. The company plans to expand its lender and borrower base from the customer base that uses the Company's Tech business services.

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- 4) How does the Company forecast the revenue growth rate and net profit from Nestify's operations in the next 2-3 years?

Answer Due to the improved situation in the Thai stock market, the Company anticipates an increase in borrowers, resulting in increased revenue and net profit for Nestify.

- 5) Since the P2P lending market is still under relatively strict regulation, how does the company plan to mitigate the risk from changes in regulations or additional requirements from the Bank of Thailand in the future?

Answer As Stocklend by Nestify is currently the only P2P lending platform licensed by the Bank of Thailand, Nestify works closely with the Bank of Thailand and consults with them regarding all requirements and regulations.

- 6) How does the Company plan to build long-term confidence for both users and investors in terms of transparency and security of the financial system on the platform, especially regarding the protection of personal data?

Answer Since Nestify is the first and only P2P lending platform regulated by the Bank of Thailand, it can be assured that Nestify adheres to best practices as verified and monitored by the Bank of Thailand. In addition, Nestify has already passed the Regulatory Sandbox.

As there were no additional questions and opinions, the Moderator informed the Meeting that this agenda item is for acknowledgment only. Therefore, no voting is required.

The Chairman provided an opportunity for the shareholders to raise questions and express their further opinions related to the Company.

The participants raised questions to the Company, the key issues of which can be summarized as follows:

Mr. Songpon Sukontapong, a shareholder rights volunteer, a proxy from the Thai Investors Association, submitted questions to the Company in advance of the Meeting, which can be summarized as follows:

- 1) Why are other agenda items not included at the end of this meeting invitation?

Answer The company would like to inform that, according to applicable laws, there is no requirement to include other agenda items in the meeting invitation and to ensure the meeting is concise, as it is an extraordinary general meeting of shareholders considering only special matters as needed on each occasion. Therefore, other agenda items were not included in the meeting invitation. However, at the Annual General Meeting of Shareholders in 2026, to be held in April 2026, the Company will include other agenda items to give shareholders the opportunity to ask questions on other related matters.

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- 2) As the company recently changed its telephone number, resulting in communication difficulties, how will the Company mitigate these problems with immediate communication?

Answer Due to a recent change in the location of the Company's head office, which resulted in a change of telephone number, the Company apologizes for any inconvenience caused during this transition. Shareholders can still use the contact information available on the Company's website, which has been updated to be current.

- 3) We request your analysis and consideration, Mr. Chairman and Executives, regarding the issue of holding online meetings. The Thai Investors Association has a policy to propose to listed companies on the Stock Exchange of Thailand that they consider holding online meetings. We propose holding annual/extraordinary general shareholder meetings as a hybrid meeting, combining onsite and online formats, to facilitate interaction, communication, and questions between shareholders, management, and the board of directors. This aligns with the SEC's announcement No. SEC.NR(W) 2/2024 regarding cooperation on holding annual shareholder meetings, dated January 10, 2024. We therefore submit this proposal for your consideration, suggesting an onsite or hybrid meeting format in accordance with the Thai Investors Association's policy mentioned above.

Answer The Company will consider your proposal regarding the format of shareholder meetings to ensure compliance with laws and principles of good corporate governance, and to best benefit shareholders. This will depend on the appropriateness of the circumstances at that time.

As there were no additional questions and opinions, the Moderator further clarified the details regarding the preparation of the meeting minutes to ensure compliance with best practices. After the Meeting, the Company will disclose the meeting resolutions through the SET's information disclosure system on the next business day. The Company will complete the meeting minutes within 14 days of the meeting date, submit them to the SET, and publish them on the Company website. This will allow shareholders to be informed of the meeting results and verify the accuracy of the minutes.

The Chairman thanked the shareholders for attending the Meeting and declared the Meeting adjourned at 3.15 p.m.

Signed \_\_\_\_\_ Chairman of the Meeting  
(Mr. Panthawat Nakvisut)  
Chairman of the Board

Signed \_\_\_\_\_ Minutes Taker  
(Mrs. Nopparat Suttitluk)  
Company Secretary



Techlead NPN Public Company Limited

1319, Apac Tower, 26th Floor, Sukhumvit Rd,  
Phra Khanong Nuea, Watthana, Bangkok 10110

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Annual Information Disclosure Form/Annual Report 2025 (56-1 One Report)

In QR Code Format



<https://www.set.or.th/set/tsd/meetingdocument.do?symbol=TL&date=260427>



**Information on directors whose terms have expired and  
who have been nominated for reappointment for another term**

**Gen. Puttawat Yoodhanawachapong**

Independent Director/ Member of Audit Committee/  
Chairman of the Corporate Governance and Sustainability Committee



Date of Appointment : December 4, 2024 (Served for 1 year and 4 months)

Age : 69 years

Educational Qualifications :

- Chulachomklat Royal Military Academy, Class 27
- Armed Forces Academies Preparatory School, Class 16

Training History : -None-

Shareholding in the Company as of January 5, 2026 :

- Own : -None-
- Spouse / Minor Children : -None-

Family Relationship between Directors and Executives : -None-

Case of Legal Offenses in the Past 10 Years : -None-

Work Experience over the past 5 years :

- Positions held in the Company (2)  
Feb 2025 - Present Chairman of the Corporate Governance and Sustainability Committee  
Dec 2024 - Present Independent Director/ Member of Audit Committee
- Positions as a Director in the Company's Subsidiaries  
-None-
- Positions held in other Listed Companies  
-None-
- Positions held in other businesses that are not listed companies  
-None-
- Positions as a Director/Executive in other businesses that may results in a conflict of interest - lead to business competition  
-None-

Meeting Attendance in 2025 :

Board of Directors	Audit Committee
9/9 times	4/4 times

Performance in the past year : Served as a director with high responsibility and attended all company board and sub-committee meetings.

Information to be considered for the appointment of independent directors:

Conflict of interest	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Professional services	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Participation in management	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Significant business relationships	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No



**Information on directors whose terms have expired and  
who have been nominated for reappointment for another term**

**Mr. Phuriphat Petdee**

Vice Chairman of the Board/ Chairman of the Nomination and Remuneration Committee/  
Member of the Risk Management Committee



Date of Appointment : December 4, 2024 (Served for 1 year and 4 months)

Age : 36 years

Educational Qualifications :

- Master of Business Administration (MBA), Thammasat University
- Bachelor of Science in Computer Science – Brigham Young University – Hawaii, USA

Training History : -None-

Shareholding in the Company as of January 5, 2026 :

- Own : -None-
- Spouse / Minor Children : -None-

Family Relationship between Directors and Executives : -None-

Case of Legal Offenses in the Past 10 Years : -None-

Work Experience over the past 5 years :

- **Positions held in the Company (4)**
  - Nov 2025 – Present    Chairman of the Nomination and Remuneration Committee
  - Feb 2025 - Present    Member of the Risk Management Committee
  - Jan 2025 – Present    Vice Chairman of the Board
  - Dec 2024 – Present    Director
- **Positions as a Director in the Company's Subsidiaries**  
-None-
- **Positions held in other Listed Companies**  
-None-
- **Positions held in other businesses that are not listed companies (2)**
  - 2023 – Present    Chief Technology Officer (CTO), 7 Ideas Corporation Co., Ltd.
  - 2023 – Present    Founder, Theboch Consulting Co., Ltd.
- **Positions as a Director/Executive in other businesses that may results in a conflict of interest - lead to business competition**  
-None-

Meeting Attendance in 2025 :

Board of Directors	Nomination and Remuneration Committee	Risk Management Committee
9/9 times	1/1 time	1/1 time

Performance in the past year : Served as a director with high responsibility and attended all company board and sub-committee meetings.



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### **Guidelines and Procedures for the Selection of Directors**

The Nomination and Remuneration Committee shall review the skills and characteristics of directors and the overall composition of the Board of Directors in relation to the current and future business direction and strategies in the selection of directors on an annual basis. In this review, the Nomination and Remuneration Committee will consider the diversity of skills, experience, knowledge, and expertise that are beneficial to the Company's operations, and ensure that the directors possess the necessary qualifications and do not have any disqualifying characteristics as stipulated in the Public Company Limited Act B.E. 2535 (including amendments) and the Securities and Exchange Act B.E. 2535 (including amendments), as well as related announcements and regulations. For independent directors, the committee will ensure that they can provide independent opinions in accordance with relevant criteria and possess the qualifications of an independent director as defined by the Company, which are consistent with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand.

The directors selected by the Company possess qualifications that align with the Company's business direction and strategies and do not have any disqualifying characteristics under relevant laws.

In considering the nomination of existing directors for another term, the Nomination and Remuneration Committee will consider various factors, including performance, history of participation and involvement in meetings, and support for the activities of the Board of Directors.



## Information regarding the appointment and remuneration of independent external auditors for the year 2026

One of the auditors from Karin Audit Co., Ltd. shall audit and express an opinion on the financial statements of the Company and its subsidiaries for the year 2026 as follows:

### List of auditors

List of Auditors	CPA License No.	Number of years as an auditor
(1) Mr. Jadesada Hungsapruerk	3759 and/or	-
(2) Mr. Supoj Mahantachaisakun	12794 and/or	-
(3) Ms. Kanwarat Saksriborworn	13273 and/or	-
(4) Ms. Kannika Wipanurat	7305 and/or	EQCR 1 year (2025)
(5) Mr. Jirote Sirirorote	5113 and/or	-
(6) Ms. Kanita Sawangwong	14943 and/or	-
(7) Mr. Worapol Wiriyakulapong	11181 and/or	EP 4 years (2022,2023,2024,2025)
(8) Mr. Pojana Asawasontichai	4891 and/or	-
(9) Mr. Wichian Proongpanish	5851 and/or	-
(10) Ms. Bongkotrat Suamsiri	13512 and/or	EQCR 4 years (2021,2022,2023,2024)
(11) Mr. Thanathit Raksathianraphap	13646	-

Or another certified public accountant appointed by Karin Audit Co., Ltd. to audit the Company and its subsidiaries.

**Remark :** EP (Engagement Partner) refers to the person who expresses an opinion on the financial statements.

EQCR (Engagement Quality Control Reviewer) refers to the person who reviews the audit report.

In the event that the auditors listed above are unable to perform their duties, Karin Audit Co., Ltd. may appoint another auditor from Karin Audit Co., Ltd., who is qualified to audit the financial statements of the Company and its subsidiaries, to act as the auditor for the Company and its subsidiaries instead.

In performing their duties, none of the auditors listed above have served for more than 7 years, nor do they have any relationship or vested interest with the Company, its subsidiaries, management, major shareholders, or related parties. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements.

As the Company has subsidiaries, these subsidiaries use the same auditing firm. However, the auditors for subsidiaries whose financial statements are not material to the consolidated financial statements, namely Techlead Rise Holding Co., Ltd. and Techlead Bull Holding Co., Ltd., will be from a



different auditing firm, namely Mr. Jetsada Kimchaiwong, Certified Public Accountant No. 12209, and Ms. Siriporn Waiwong, Certified Public Accountant No. 12182. The Company's board of directors will ensure that the financial statements are prepared on time.

#### The auditor's remuneration for the year 2026

For the audit and review of the consolidated and the separate financial statements, quarterly and for the year ended December 31, 2026, at an amount not exceeding 3,500,000 baht (with no other service fees (Non-Audit Fee)). The details of the remuneration are as follows:



No.	Name of Company	Remuneration For Y2025	Remuneration For Y2026
1	Techlead NPN Public Company Limited	680,000 baht	680,000 baht
2	Subsidiaries	Not exceeding 1,635,000 baht	Not exceeding 2,820,000 baht
		(Including: Cannabiz Way Co., Ltd.,	(Including: Cannabiz Way Co., Ltd.,
		CBD Bioscience Co., Ltd.,	CBD Bioscience Co., Ltd.,
		Techlead X Holding Co., Ltd.*,	Techlead X Holding Co., Ltd.,
		Techlead Rise Holding Co., Ltd.*,	Techlead Rise Holding Co., Ltd.,
		Techlead Bull Holding Co., Ltd.*,	Techlead Bull Holding Co., Ltd.,
		And Paygenix Co., Ltd.*)	Paygenix Co., Ltd.,
			Nestify Co., Ltd.,
			Inventech Systems (Thailand) Co., Ltd.,
			And Mardee Digital Co., Ltd.)
<b>Total</b>		<b>Not exceeding 2,315,000 baht*</b>	<b>Not exceeding 3,500,000 baht</b>

**Remark :** \*As per the resolution of the 2025 Annual General Meeting of Shareholders, the remuneration of the auditors for the year 2025 was approved in the amount not exceeding 1,460,000 baht. However, during the year 2025, the Company established new subsidiaries, namely (1) Techlead X Holding Co., Ltd., (2) Techlead Rise Holding Co., Ltd., and (3) Techlead Bull Holding Co., Ltd., as well as acquiring a subsidiary, Paygenix Co., Ltd., which have appointed auditors and determined their audit remuneration, the Company has additional audit expenses specifically for the subsidiaries in the amount of 855,000 baht, beyond what was approved by the 2025 Annual General Meeting of Shareholders.

The increase in audit fees compared to 2025 is consistent with the increased number of subsidiaries and transaction volume. (Audit remuneration for 2025 also includes no other service fees (Non-Audit Fee)).

### Information on independent directors nominated by the Company for shareholder proxy voting

The Company proposes that shareholders may appoint an independent director of the Company, who has no relationship and/or special interest differing from those of other directors in respect of all agenda items proposed at the meeting, as a proxy to attend and vote at the meeting on behalf of the shareholders, as follows:

Name - Surname	Age (Years)	Position	Address	Shareholding in the Company	Presence/Absence of Special Interest in the Agenda Items Proposed in the 2026 Annual General Meeting of Shareholders
	66	Independent Director/ Chairman of the Audit Committee	1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110	-None-	-None-
1. Dr. Woraphat Phucharoen					
	69	Independent Director/ Member of the Audit Committee	1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110	-None-	-None-
2. Gen. Puttawat Yoodhanawachapong					

Name - Surname	Age (Years)	Position	Address	Shareholding proportion in the Company	Presence/Absence of Special Interest in the Agenda Items Proposed in the 2026 Annual General Meeting of Shareholders
	56	Independent Director/ Member of the Audit Committee	1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110	-None-	-None-
3. Ms. Sudjai Pansin					

Accordingly, in order to comply with the criteria prescribed under the Capital Market Supervisory Board Notification No. TorJor. 79/2021 regarding Rules for Public Solicitation of Proxies from the Company's Shareholders to attend the shareholders' meeting and vote on their behalf, dated December 29, 2021, the Company hereby notifies as follows:

- (1) Shareholders should study the details of each agenda item prior to deciding to grant a proxy.
- (2) If a shareholder granting a proxy to another person to attend the meeting on his/her behalf has marked voting instructions for each agenda item in the proxy form, the Company shall record the votes in accordance with the instructions specified in such proxy form. In the event that the proxy fails to act in accordance with the instructions specified in the proxy form, the shareholder who suffers damage may exercise his/her right to take legal action in accordance with the law.
- (3) In the case where a shareholder grants a proxy to an Independent Director of the Company to attend the meeting and vote on his/her behalf, and the grantor does not mark voting instructions for each agenda item in the proxy form, the Independent Director acting as the proxy shall vote at his/her discretion as deemed appropriate.
- (4) If the grantor wishes to revoke the proxy, such revocation may be made by giving written notice to the Chairman of the Board and submitting such notice of revocation together with copies of identification documents via email at [investorrelations@techleadnnp.co.th](mailto:investorrelations@techleadnnp.co.th) prior to the commencement of the meeting (before April 27, 2026 at 2:00 p.m.).

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## Documents or evidence required to be presented for registration to attend the meeting via electronic media (e-Meeting)

Shareholders or proxies wishing to attend the meeting via electronic media (e-Meeting) must submit the meeting attendance request form (e-Request) by following “Guidelines for attending the shareholders' meeting via E-Meeting System of Inventech Connect” If the submitted documents are incomplete, incorrect, or in compliance with the requirements stated herein, the Company reserves the right to reject the registration.

### Documents required to Attend the Meeting via Electronic Media (e-Meeting)

It is important that the submitted documents be substantially clear, especially in those areas regarding the identity of shareholders, proxies, and proxy holders. Moreover, all critical parts must also not fade or stain.

#### (1) Natural Person

- **Shareholders attending the e-meeting in person**
  - (a) Shareholder with Thai nationality:
    - A copy of valid shareholder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required.
  - (b) Shareholder with other nationality:
    - A copy of valid shareholder's passport with a certified true copy. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify shareholders is required.
- **Appointing a proxy holder to attend the meeting on your behalf**
  - (a) Shareholder with Thai nationality:
    - A copy of valid shareholder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required.
    - A copy of valid proxy holder's official documents issued by government authorities with a certified true copy, e.g., the identification card,

government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the proxy holder holding foreign nationality, a copy of valid proxy holder's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)

- Proxy form A or form B (Enclosure 7), which is completely filled out and signed by the proxy grantor and the proxy holder, and Baht 20 of stamp duty is affixed.

(b) Shareholder with other nationality:

- A copy of valid shareholder's passport with a certified true copy. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify shareholders is required.
- A copy of valid proxy holder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the proxy holder holding foreign nationality, a copy of valid proxy holder's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
- Proxy form A or form B (Enclosure 7), which is completely filled out and signed by the proxy grantor and the proxy holder, and Baht 20 of stamp duty is affixed.

**(2) Juristic Person**

- **Shareholder representative (authorized director) attending the meeting**

(a) Juristic person registered in Thailand:

- A company's affidavit (within one year) issued by the Department of Business Development, Ministry of Commerce, with a certified true copy by authorized persons.
- A copy of valid authorized persons' official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state

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enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the authorized persons holding foreign nationality, a copy of valid authorized persons' passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)

(b) Juristic person registered outside of Thailand:

- The company's affidavit and certificate of incorporation (within one year) show the company name and authorized person of the juristic person, including the condition and limitation to sign on behalf of the juristic person and its head office, with a certified true copy by the authorized person of the juristic person. (If the company's affidavit and certificate of incorporation is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
- A copy of valid authorized person of the juristic person's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the authorized person of the juristic person holding foreign nationality, a copy of valid authorized person of the juristic person's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)

- **Appointing a proxy holder to attend the meeting on behalf of the juristic person**

(a) Juristic person registered in Thailand:

- A company's affidavit (within one year) issued by the Department of Business Development, Ministry of Commerce, with a certified true copy by authorized persons.
- A copy of valid authorized persons' official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the

authorized persons holding foreign nationality, a copy of valid authorized persons' passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)

- A copy of valid proxy holder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the proxy holder holding foreign nationality, a copy of valid proxy holder's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
- Proxy form A or form B (Enclosure 7), which is completely filled out and signed by the proxy grantor and the proxy holder, and Baht 20 of stamp duty is affixed.

(b) Juristic person registered outside of Thailand:

- The company's affidavit and certificate of incorporation (within one year) show the company name and authorized person of the juristic person, including the condition and limitation to sign on behalf of the juristic person and its head office, with a certified true copy by the authorized person of the juristic person. (If the company's affidavit and certificate of incorporation is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
- A copy of valid authorized person of the juristic person's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the authorized person of the juristic person holding foreign nationality, a copy of valid authorized person of the juristic person's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)

- A copy of valid proxy holder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the proxy holder holding foreign nationality, a copy of valid proxy holder's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
  - Proxy form A or form B (Enclosure 7), which is completely filled out and signed by the proxy grantor and the proxy holder, and Baht 20 of stamp duty is affixed.
- **Custodian**
    - Custodian's company affidavit with a certified true copy by an authorized person.
    - Letter certifying or a copy of custodian license to operate Custodian business with a certified true copy by an authorized person.
    - A copy of valid authorized person's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the authorized person holding foreign nationality, a copy of valid authorized person's passport with a certified true copy is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
    - Power of Attorney documents by shareholder authorizing the Custodian to sign the proxy form on their behalf with a certified true copy by an authorized person.
    - A copy of valid proxy holder's official documents issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required. (In the event that the proxy holder holding foreign nationality, a copy of valid proxy holder's passport with a certified true copy



- is required. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify is required.)
- Proxy form C, which is completely filled out and signed by the proxy grantor and the proxy holder, and Baht 20 of stamp duty is affixed.

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, the Shareholders can submit a request to attend the meeting by Electronic Means (Inventech Connect) of the specified procedures as detailed in Enclosure 9. The electronic registration will be available from **April 20, 2026 at 8.30 a.m. – April 27, 2026 Until the end of the meeting**. Or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by **April 23, 2026 at 5.00 p.m.**

Techlead NPN Public Company Limited  
Company Secretary Office  
1319, Apac Tower, 26th Floor, Sukhumvit Rd,  
Phra Khanong Nuea, Watthana, Bangkok 10110

**Notes:**

- (1) The holder of an identification card or passport must certify that the copy is true and correct.
- (2) The authorized director of the juristic person registered in Thailand must certify a copy of the company's affidavit as true and correct.
- (3) The company's affidavit and certificate of incorporation, which is issued outside of Thailand by the juristic person registered outside of Thailand, and a copy of said document shall be certified true and correct by the Custodian's authorized person or a notary public or Thai embassy or Thai consular in the country which the document is prepared (not exceed one year until meeting day). Suppose such a document is in a foreign language that is not English. In that case, it must be translated into Thai or English and certified as a true and correct translation by the authorized person of the juristic person.
- (4) If there is any argument regarding proxy legitimacy, the chairman of the Board of Directors or any authorized person entrusted by the chairman of the Board of Directors shall make the decision.
- (5) The Company reserves the right to allow only persons with valid and complete documents to attend the meeting, except in cases where shareholders appoint a custodian whose documents may be partially deficient but whose true identity and rights can still be determined from other supporting documents. The custodian must provide written certification of the accuracy of such documents. This is only to protect the rights of shareholders when necessary.

หนังสือมอบฉันทะแบบ ข  
Proxy Form B

ปิดอากรแสตมป์ 20 บาท  
Stamp Duty THB 20

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_ เขียนที่ \_\_\_\_\_  
Shareholder's Registration No. \_\_\_\_\_ Written at \_\_\_\_\_

วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I/We \_\_\_\_\_ Nationality \_\_\_\_\_  
อยู่บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Address No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของ **บริษัท เทคลีด เอ็นพีเอ็น จำกัด (มหาชน) (“บริษัท”)**  
being a shareholder of **Techlead NPN Public Company Limited (the “Company”)**  
โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
holding a total of \_\_\_\_\_ shares and having the rights to vote equal to \_\_\_\_\_ votes as follows:  
 หุ้นสามัญ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
ordinary share: \_\_\_\_\_ shares and having the rights to vote equal to \_\_\_\_\_ votes.  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
preference share: \_\_\_\_\_ shares and having the rights to vote equal to \_\_\_\_\_ votes.

(3) ขอมอบฉันทะให้  
Hereby appoint  
 1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name \_\_\_\_\_ Age \_\_\_\_\_ years, residing at \_\_\_\_\_  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_  
Road \_\_\_\_\_ Sub-district \_\_\_\_\_ District \_\_\_\_\_  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_ หรือ  
Province \_\_\_\_\_ Postal Code \_\_\_\_\_ or  
 2. กรรมการอิสระของบริษัท โดยมีรายละเอียดดังนี้  
Independent director of the Company of which details as :

ชื่อ (Name) **ดร. วรภัทร์ ภูเจริญ (Dr. Woraphat Phucharoen)** อายุ (age) 66 ปี (years)  
อยู่บ้านเลขที่ (residing at) 1319 อาคารเอแพค ทาวเวอร์ ชั้นที่ 26 ถนนสุขุมวิท แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพมหานคร 10110  
(1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110)

ชื่อ (Name) **พลเอกพุทธรัตน์ ยุทธนาวชพงศ์ (Gen. Puttawat Yoodhanawachapong)** อายุ (age) 69 ปี (years)  
อยู่บ้านเลขที่ (residing at) 1319 อาคารเอแพค ทาวเวอร์ ชั้นที่ 26 ถนนสุขุมวิท แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพมหานคร 10110  
(1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110)

ชื่อ (Name) **นางสาวสุดใจ พันธุ์สิน (Ms. Sudjai Pansin)** อายุ (age) 56 ปี (years)  
อยู่บ้านเลขที่ (residing at) 1319 อาคารเอแพค ทาวเวอร์ ชั้นที่ 26 ถนนสุขุมวิท แขวงพระโขนงเหนือ เขตวัฒนา กรุงเทพมหานคร 10110  
(1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110)



วาระที่ 5

พิจารณาอนุมัติการแต่งตั้งกรรมการแทนที่กรรมการที่ครบรอบออกจากตำแหน่งตามวาระ

Agenda 5

To consider and approve the appointment of directors to replace those whose terms have expired

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall vote in accordance with my/our instruction as follows:
- กรณีแต่งตั้งกรรมการทั้งหมด
- Approve the appointment of all directors
- เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
- Approve                                      Disapprove                                      Abstain
- กรณีแต่งตั้งกรรมการเป็นรายบุคคล ดังนี้
- Approve the appointment of each director listed below
1. พลเอกพุทธรวัตร์ ยุทธนาวชพงศ์
- Gen. Puttawat Yoodhanawachapong
- เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
- Approve                                      Disapprove                                      Abstain
2. นายภุริภัทร์ เพชรดี
- Mr. Phuriphat Petdee
- เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
- Approve                                      Disapprove                                      Abstain

วาระที่ 6

พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ สำหรับปี 2569

Agenda 6

To consider and approve the determination of directors' remuneration for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall vote in accordance with my/our instruction as follows:
- เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
- Approve                                      Disapprove                                      Abstain

วาระที่ 7

พิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีอิสระภายนอกและกำหนดค่าตอบแทน สำหรับปี 2569

Agenda 7

To consider and approve the appointment of an independent external auditor and determine their remuneration for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร **หรือ**
- (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; **or**
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall vote in accordance with my/our instruction as follows:
- เห็นด้วย                       ไม่เห็นด้วย                       งดออกเสียง
- Approve                                      Disapprove                                      Abstain

วาระที่ 8 พิจารณานุมัติการเปลี่ยนแปลงชื่อบริษัท เปลี่ยนแปลงตราประทับ และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 1 และข้อบังคับของบริษัท

Agenda 8 To consider and approve the change of company name, change of company seal, and amendments to Article 1 of the Memorandum of Association and the Articles of Association of the Company

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
- (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 Other Matters (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
- (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instruction specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as the proxy may see fit in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote in accordance with my/our voting instruction specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ \_\_\_\_\_ ผู้มอบฉันทะ  
Signed ( ) Grantor

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( ) Proxy

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ( ) Proxy

**หมายเหตุ / Remark**

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกคะแนนเสียงได้

A shareholder who appoints a proxy must appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.

2. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข ตามแนบ

In case there are additional agenda items other than those specified above, the shareholder may fill in the Attachment to Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข  
Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เทคลีด เอ็นพีเอ็น จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-meeting) ในวันที่ 27 เมษายน 2569 เวลา 14.00 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Proxy appointment by a shareholder of Techlead NPN Public Company Limited in respect of the 2026 Annual General Meeting of Shareholders to be held as an e-meeting on April 27, 2026 at 2.00 p.m. or such other date, time and place if the meeting is adjourned.

วาระที่ _____ Agenda	เรื่อง _____ Subject
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร <b>หรือ</b> (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; <b>or</b>
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) The proxy shall vote in accordance with my/our instruction as follows:
	<input type="checkbox"/> เห็นด้วย <input type="checkbox"/> ไม่เห็นด้วย <input type="checkbox"/> งดออกเสียง Approve                                      Disapprove                                      Abstain

วาระที่ _____ Agenda	เรื่อง _____ Subject
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร <b>หรือ</b> (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; <b>or</b>
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) The proxy shall vote in accordance with my/our instruction as follows:
	<input type="checkbox"/> เห็นด้วย <input type="checkbox"/> ไม่เห็นด้วย <input type="checkbox"/> งดออกเสียง Approve                                      Disapprove                                      Abstain

วาระที่ _____ Agenda	เรื่อง _____ Subject
	<input type="checkbox"/> (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร <b>หรือ</b> (a) The proxy is entitled to consider and vote on my/our behalf as the proxy may see fit in all respects; <b>or</b>
	<input type="checkbox"/> (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ (b) The proxy shall vote in accordance with my/our instruction as follows:
	<input type="checkbox"/> เห็นด้วย <input type="checkbox"/> ไม่เห็นด้วย <input type="checkbox"/> งดออกเสียง Approve                                      Disapprove                                      Abstain

## The Articles of Association of Techlead NPN Public Company Limited relating to Shareholders' Meeting

### Section 5 Board of Directors

Article 16. The company shall have a Board of Directors to manage the company's affairs, consisting of at least five (5) members. At least half of the total number of directors must have their residence in Thailand. Directors may or may not be shareholders of the company.

The Board of Directors may delegate one or more persons to perform certain actions on its behalf, but may not delegate the Board or any other person to act on its behalf as a director.

The company's directors are entitled to remuneration for performing their duties, which includes salary, meeting allowances, per diem, and bonuses.

Article 17. The shareholders' meeting shall elect the company's directors according to the following criteria and procedures:

- (1) Each shareholder shall have one (1) vote per share.
- (2) Each shareholder may use their total votes as outlined in (1) to elect one or more individuals as directors. However, the votes cannot be divided among different candidates.
- (3) The individuals receiving the highest votes in order shall be elected as directors, up to the number of directors to be elected at that meeting. In the case of a tie among individuals who are elected, the chairman of the meeting shall cast the deciding vote.

Article 18. In every annual general meeting of shareholders, one-third (1/3) of the current board of directors must retire. If the number of directors cannot be exactly divided into three parts, the closest number to one-third (1/3) shall retire.

Directors who retire from their positions may be re-elected to the board.

Directors who are to retire in the first and second years after the company's registration will be determined by drawing lots. In subsequent years, the director who has served the longest will retire.

Article 19. In addition to term expiration, a director shall be removed from office when:

- (1) they die;
- (2) they resign;
- (3) they lack the qualifications or have prohibited characteristics according to the Public Limited Company Act;
- (4) a shareholders' meeting votes for their removal as per Article 21;
- (5) a court orders their removal.



Article 21. The shareholders' meeting may resolve to remove a director from their position before their term ends by a vote of at least three-fourths (3/4) of the shareholders present and entitled to vote, with the total number of shares held by the shareholders present and entitled to vote being no less than half of the total shares at the meeting.

Article 22. In the event that a director's position becomes vacant for reasons other than the expiration of their term, the Board of Directors shall select a person who is qualified and does not have any disqualifications under the Public Limited Company Act to replace them at the next Board meeting, unless the remaining term of that director is less than two (2) months. Such person who replaces them shall hold the position only for the remaining term of the director they replaced.

The Board's resolution under the first paragraph must be passed by a majority vote of not less than three-fourths (3/4) of the remaining number of directors.

Article 23. Directors are entitled to receive remuneration from the company as determined by the shareholders' meeting, with approval by at least two-thirds (2/3) of the total votes of the shareholders present at the meeting. The remuneration may be set as a fixed amount or based on specific criteria, and may be determined periodically or remain in effect until the shareholders' meeting resolves otherwise. Additionally, directors are entitled to receive allowances and other benefits according to the company's regulations.

The provisions in this paragraph do not affect the rights of directors who are appointed from the company's employees or staff to receive remuneration and benefits as employees or staff members of the company.

Article 28. Directors are prohibited from engaging in business of the same nature and in competition with the company's business, or becoming a partner in a general partnership, or a partner with unlimited liability in a limited partnership, or serving as a director of any other limited company or public limited company that engages in business of the same nature and in competition with the company's business, whether for their own benefit or the benefit of others, unless they have notified the shareholders' meeting prior to the appointment of that director.

### **Section 6 Shareholders' Meeting**

Article 32. The Board of Directors shall organize an annual general meeting of shareholders within four (4) months from the end of the company's fiscal year.

Any other shareholder meeting besides the one mentioned above shall be called an extraordinary general meeting. The Board of Directors may convene an extraordinary general meeting of shareholders whenever it sees fit.

One or more shareholders holding shares totaling not less than ten percent (10) of the total issued shares may jointly submit a written request to the Board of Directors to convene an extraordinary



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general meeting of shareholders whenever it sees fit, but must clearly state the subject matter and reasons for the request in such a letter. In such a case, the Board of Directors shall arrange for the shareholder meeting to be held within forty-five (45) days from the date of receiving the letter from the shareholders.

Article 33. In calling a shareholders' meeting, the Board of Directors shall prepare a notice indicating the venue, date, time, agenda items, and matters to be presented at the meeting, along with sufficient details. The notice shall clearly specify whether the matter is for acknowledgment, approval, or consideration, as well as the Board's opinion on the matter. The notice must be sent to the shareholders and the registrar at least seven (7) days prior to the meeting. Additionally, an advertisement regarding the meeting must be published in a newspaper at least three (3) days before the meeting, with the advertisement being continuously published for no less than three (3) days.

The meeting venue shall be in the province where the company's head office is located, or at any other location as the Board may determine.

Article 34. For a shareholders' meeting to be valid, at least twenty-five (25) shareholders and their proxies (if any) or at least half of the total number of shareholders and their proxies (if any) must attend, with shares collectively representing no less than one-third (1/3) of the total shares issued and outstanding.

If, after one (1) hour from the scheduled time, the number of shareholders attending does not meet the quorum requirement as specified in the first paragraph, and the meeting was called upon shareholders' request, the meeting shall be adjourned. If the meeting was not called upon shareholders' request, a new meeting shall be scheduled. In this case, the company must send the meeting notice to shareholders at least seven (7) days prior to the new meeting. For the rescheduled meeting, no quorum is required.

Article 35. The Chairman of the Board shall preside over the shareholders' meeting. If the Chairman is absent or unable to perform their duties, the Vice Chairman shall preside. If there is no Vice Chairman, or if the Vice Chairman is absent or unable to perform their duties, the shareholders present at the meeting shall elect one of themselves to act as the Chairman.

Article 36. In voting at a shareholders' meeting, each share shall have one vote. A shareholder who has a special interest in a particular matter shall not have the right to vote on that matter, except for voting in the election of directors. The resolutions of the shareholders' meeting shall require the following vote:

- (1) In normal cases, the majority of votes of shareholders attending and voting shall be considered. In the case of a tie, the Chairman shall cast the deciding vote.
- (2) For the following matters, a vote of no less than three-fourths (3/4) of the total votes of shareholders attending and eligible to vote is required:



- (a) The sale or transfer of all or a significant portion of the company's business to another person.
- (b) The acquisition or transfer of a private company or another public company to the company.
- (c) The modification, cancellation, or termination of contracts regarding the leasing of the company's entire or significant portion of its business, or the delegation of business management to others, or a merger with another entity to share profits and losses.
- (d) The amendment of the memorandum of association or the company's articles of association.
- (e) The increase or reduction of the company's registered capital.
- (f) The dissolution of the company.
- (g) The issuance of bonds by the company.
- (h) The merger of the company with another company.

Article 37. The following matters shall be addressed at the annual general meeting of shareholders:

- (1) Consideration of the Board of Directors' report on the company's activities in the past year.
- (2) Consideration and approval of the balance sheet and income statement.
- (3) Consideration and approval of profit allocation and dividend payment.
- (4) Election of new directors to replace those retiring by rotation and determination of directors' remuneration.
- (5) Appointment of auditors and determination of audit fees.
- (6) Other businesses matters.

### **Section 7 Accounting, Finance and Auditing**

Article 40. The Board of Directors must prepare the balance sheet and income statement as of the end of the company's fiscal year, and present them to the shareholders for approval at the annual general meeting. The Board must also arrange for an auditor to examine and approve the balance sheet and income statement before presenting them to the shareholders.

Article 41. The Board of Directors must send the following documents to shareholders together with the notice for the annual general meeting:

- (1) A copy of the balance sheet and income statement, together with the auditor's audit report, and
- (2) Annual Report of the Board of Directors, with supporting documents.



Article 42. Dividends may only be paid from profit, and if the company still has accumulated losses, no dividends may be paid.

Dividends shall be distributed equally among the shares, and the payment of dividends shall be approved by the shareholders' meeting.

The Board of Directors may pay interim dividends to shareholders from time to time when it deems that the Company has made sufficient profits to do so, and when such interim dividends have been paid, the payment of such dividends shall be reported to the shareholders' meeting at the next shareholders' meeting.

Dividends shall be paid within one (1) month from the date on which the shareholders' meeting or the Board of Directors meeting passes the resolution, as the case may be. Notification of the dividend payment shall be sent in writing to the shareholders and the notice of the dividend payment shall be published in a newspaper for at least three (3) consecutive days.


Article 43. The Company must set aside a portion of its annual net profit as a reserve fund of not less than five percent (5) of the annual net profit, less the accumulated losses brought forward (if any), until this reserve fund amounts to not less than ten percent (10) of the registered capital.


Article 46. The auditor is required to attend each shareholders' meeting where the balance sheet, income statement, and related accounting issues are discussed, to explain the audit findings to the shareholders. The company shall also provide the auditor with all documents and reports that shareholders are entitled to receive at the meeting.

## Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

### Step for requesting Username & Password from via e-Request system

The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/TL125740R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
  - Step 1 Fill in the information shown on the registration
  - Step 2 Fill in the information for verify
  - Step 3 Verify via OTP
  - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**\*\* Merge user accounts, please using the same email and phone number \*\***

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from **April 20, 2026 at 8:30 a.m. and shall be closed on April 27, 2026 Until the end of the meeting.**

3. The electronic conference system will be available on **April 27, 2026 at 12:00 p.m. (2 hours before the opening of the meeting)**. Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

### Appointment of Proxy to the Company's Directors


For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by April 23, 2026 at 5.00 p.m.

Techlead NPN Public Company Limited


Company Secretary Office

1319, Apac Tower, 26th Floor, Sukhumvit Rd, Phra Khanong Nuea, Watthana, Bangkok 10110

### If you have any problems with the software, please contact Inventech Call Center

 02-460-9227

 @inventechconnect

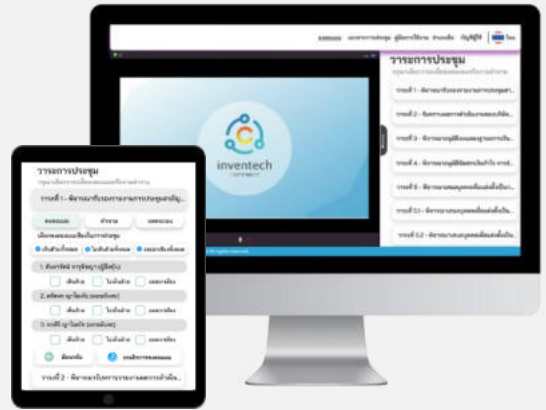
 The system available during April 20 – 27, 2026 at 08.30 a.m. – 05.30 p.m.  
**(Specifically excludes holidays and public holidays)**



Report a problem  
@inventechconnect

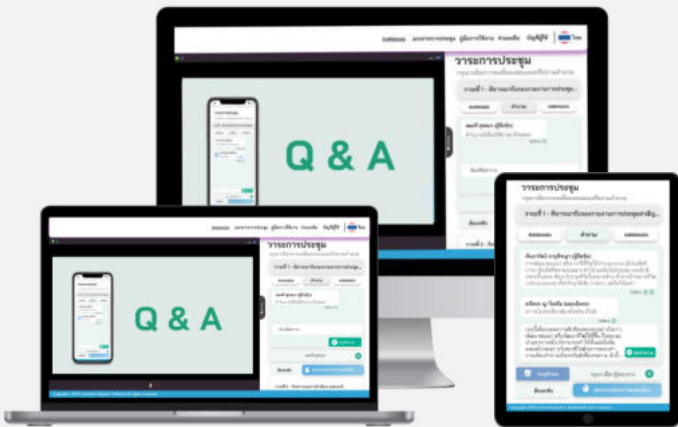
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on “Question” button
- 1 Ask a question
  - Type the question then click “Send”
- 2 Ask the question via video
  - Click on “Conference”
  - Click on “OK” for confirm your queue
  - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect

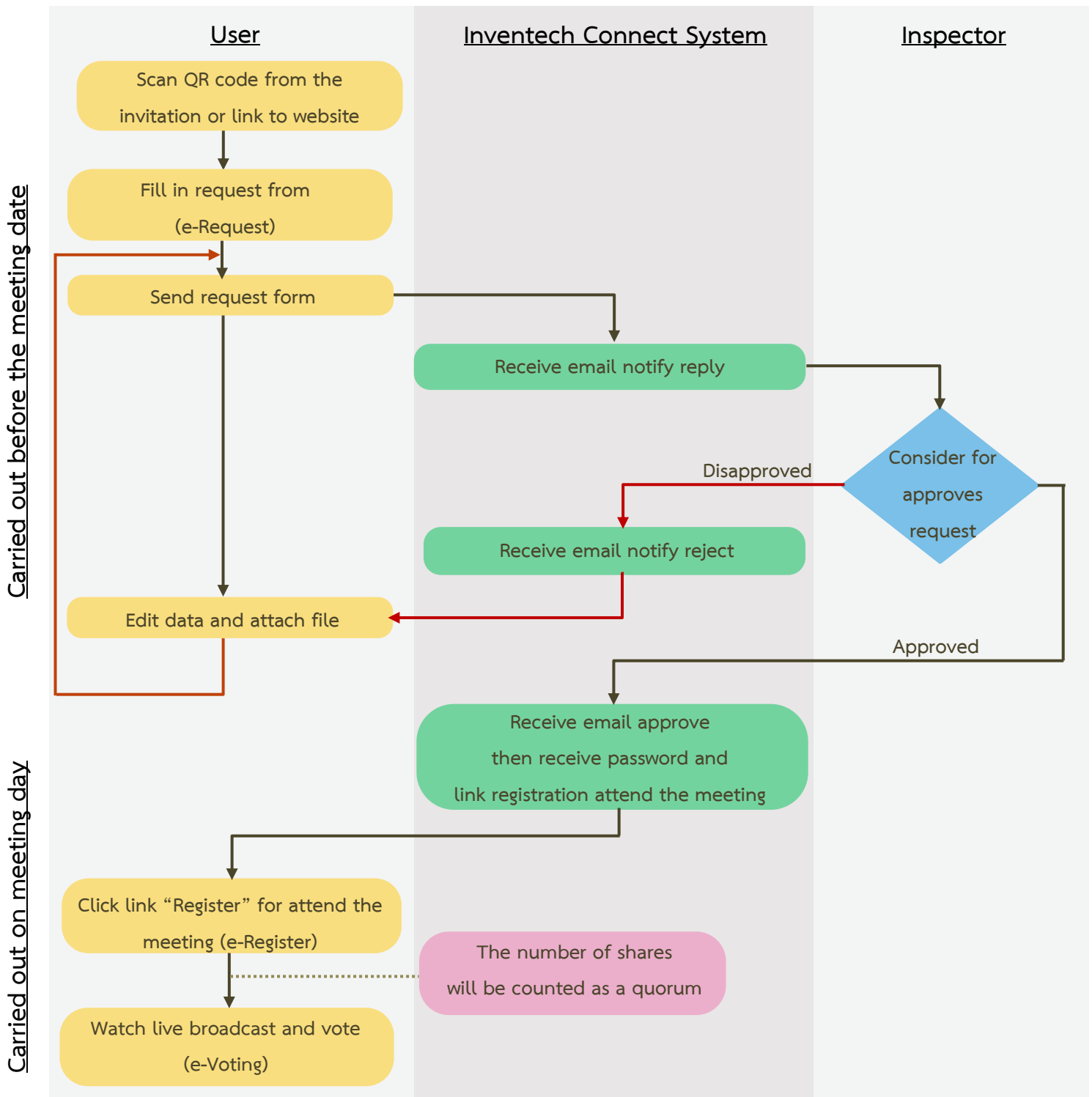


User Manual and Video of using Inventech Connect

\* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
  - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
  - High Quality Video: Must be have internet speed at 1.0 Mbps.
  - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
  - Smartphone/Tablet that use IOS or android OS.
  - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **\*\* The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



**Condition of use**

**In case Merge account/change account**

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

**In case Exit the meeting**

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.