

(Copy)

I.C.C. International Public Company Limited
Minutes of the 61st Annual General Meeting 2026
April 27, 2026

The 61st Annual General Meeting 2026 at the KingBridge Hall 4th floor, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan Sub-district, Yannawa District, Bangkok 10120.

The meeting started at 02:15 p.m.

Meeting Attendants :

A. All twelve members of the Board of Directors attended the meeting (100% of the Company's Directors).

1.	Anuchit	Anuchitanukul Ph.D.	Chairman, Independent Director and Audit Committee Member
2.	Mr. Thamarat	Chokwatana	President and Executive Chairman
3.	Thiraphong	Vikitset Ph.D.	Independent Director and Audit Committee Chairman
4.	Mr. Pitak	Pruittisarikorn	Independent Director and Audit Committee Member
5.	Mr. Nathporn	Chatusripitak	Independent Director and Audit Committee Member
6.	Mr. Somphol	Chaisiroj	Director
7.	Mrs. Kobsuk	Saengsawad	Director
8.	Mrs. Chailada	Tantivejakul	Director
9.	Mr. Koravit	Narongkananukul	Director
10.	Miss Suthida	Jongjenkit	Director
11.	Mr. Yothin	Suvannakate	Director
12.	Petch	Paniangvait Ph.D.	Director

Person nominated to be appointed to the Board of directors

1. Kulpatra Sirodom Ph.D.

B. Chairmen of the six sub-committees attended the meeting.

Six sub-committees are as follows:

No.	Sub-committees	No. of Members	Chairman
1	Audit Committee	4	Thiraphong Vikitset Ph.D.
2	Nomination Committee	4	Mr. Thamarat Chokwatana
3	Remuneration Committee	3	Mr. Pitak Pruittisarikorn
4	Risk Management Committee	7	Mr. Nathporn Chatusripitak
5	Corporate Governance and Sustainable Development Committee	5	Anuchit Anuchitanukul Ph.D.
6	Board of Executive Directors	7	Mr. Thamarat Chokwatana

C. The Company's Top Executive Management Members, Chief Financial Officer, and Executives attended the meeting as per the following name list:

- | | | |
|--------------------|---------------|---|
| 1. Mr. Thamarat | Chokwatana | President and Executive Chairman, CEO |
| 2. Miss Yauwaluk | Namakorn | Chief Finance Officer (CFO) |
| 3. Rebecca | Russell Ph.D. | Chief Corporate Communication Officer |
| 4. Mr. Supalerk | Cheewakoset | Chief Commercial & Brand Management Officer |
| 5. Mr. Yothin | Suvannakate | Chief Business Support Officer |
| 6. Mrs. Duangrudee | Milintanggul | Chief Compliance and Sustainability Officer |
| 7. Mr. Anute | Pooaree | Chief People Officer |

D. Legal consultants - participated as witness in counting and inspecting the votes cast for each agenda :

- Miss Suphanee Lueangsathit Vira Law Office Co., Ltd.

E. Auditor - observed the vote-counting :

- Mr. Krit Dhammathatto Certified public accountant with registration No. 11915 from KPMG Phoomchai Audit Co., Ltd.

F. Independent financial advisor – to provide an opinion pertaining to related transactions :

- Silom Advisory Co., Ltd. :
 1. Mr. Siharaj Augchprasert
 2. Mr. Phonnat Kittiararasatian

G. Attending shareowners

A total of 1,944 shareowners attended with total ownership of 500,000,000 shares as per the registration book upon the record date of data collection on March 11, 2026.

At the commencement of the meeting at 02:15 p.m., there were 67 shareowners and 116 proxies holding an aggregated number of 469,208,698 shares representing 93.84% in attendance.

- 36 persons attended in person, with ownership of 61,805,099 shares representing 12.36%

- 80 persons attended under power-of-attorney, with ownership of 407,403,599 shares representing 81.48%

And during the meeting, there was additional attendance to the meeting, the total number of 73 shareowners and 122 proxies with a total of 469,273,913 shares representing 93.85%, and forming a quorum according to Article 36 of the Company's Articles of Association, which states that "there must be no less than twenty-five shareowners and shareowners' proxies present at the meeting, or not less than half of the total number of shareowners holding shares totaling not less than one-third of the total number of shares sold.

Shareowners and proxies in attendance at the meeting.

- 42 persons attended in person, with ownership of 61,870,314 shares representing 12.37%

- 80 persons attended under power-of-attorney, with ownership of 407,403,599 shares representing 81.84%

Total 122 persons, with ownership of 469,273,913 shares representing 93.85%

Mrs. Duangrudee Milintanggul, the Company Secretary, welcomed the Chairman, Board of Directors, Management Team and Shareowners to the 61st AGM of 2026,

In addition, it was arranged for representatives from an external legal consulting firm to witness the proceedings to monitor the voting and ensure that the meeting is transparent and compliant with the law and Company regulations as well as principles of good corporate governance.

The meeting was then informed of the result of quorum count and the number of stakeholders as per the following details:

1. At the beginning of the meeting, there were 67 shareowners and 166 proxies in attendance at the meeting, holding an aggregated number of 469,208,698 shares representing 93.84% of total equity, thereby constituting a quorum.
 - 42 persons attended in person, with ownership of 61,805,099 shares representing 12.36%
 - 80 persons attended under power-of-attorney, with ownership of 407,403,599 shares representing 81.48%
2. Total number of shareowners and proxies who were non-eligible to attend the meeting : - none -
3. Total number of shareowners and proxies who were non-eligible to vote in the agenda 7
 - 1 persons, with ownership of 121,287,798 shares representing 24.26%

Anuchit Anuchitanukul Ph.D., Chairman of the Board of Directors acting as the Chairman of the Meeting (“Chairman”) declared the opening the 61st Annual General Meeting 2026.

At the beginning of the meeting, the Chairman expressed thanks to all attending shareowners, and introduced the Board of Directors, the six sub-committees, the Company’s Top Executive Management Members, Chief Financial Officer, Executives, Legal Advisors, the Company’s Auditors, Independent Financial Advisor and the Company Secretary.

He then notified the meeting that for the 61st Annual General Meeting 2026, the Company had already offered an opportunity to shareowners to propose any matters as an agenda and/or nominate person for election as director by sending a letter to Mrs. Duangrudee Milintanggul, the Company Secretary from 1st- 31st December 2025. However, the Company had received no response.

Mrs. Duangrudee Milintanggul, the Company Secretary was assigned to inspect all shareowners’ documents before the commencement of the meeting, with the result that there was no argument concerning the documents of the attending shareowners.

Immediately following, the Company Secretary clarified to the meeting the Rules and Regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand concerning procedures to organize the shareowners’ meeting of public listed companies. The meeting was also advised of the Company’s intention to collect, use and disclose personal information, including still images, sound and moving images of all meeting participants, for the purposes of preparing the meeting records and meeting minutes, as well as meeting management.

Voting, vote counting and posing questions

1. Shareowners have the right to question and comment on every agenda.

Any shareowners who wish to raise a question are kindly requested to raise their hand and introduce themselves before making an inquiry on the relevant agenda item.

If the question pertains to matters outside of the agenda, shareowners could raise this during consideration of Agenda 8, Other Matters.

2. Method of Vote Casting and Counting

2.1 According to the Company's Articles of Association No. 43, when casting a vote - one share is counted as one vote.

2.2 Casting a vote in every agenda must be done openly.

To cast a vote, voting ballots are received from the registration counter in front of the meeting room. Each Shareowner can cast only one vote: either to approve, disapprove or abstain from voting.

Shareowners who wish to disapprove or abstain are required to raise their hand.

In vote-counting, only the votes of disapproval and abstention, including void ballots (if any), shall be subtracted from the total number of eligible votes in attendance at the meeting. The remainder shall be counted as the approved votes for each item on the agenda.

Void ballots are cases where more than one box is chosen on the ballot or where there are cross outs or corrections on the ballot without accompanying signature.

2.3 In a case where the shareowner gives power of attorney to another person to attend the meeting and cast votes on his or her behalf by submitting the Power of Attorney letter in advance to the Company, the Company would have recorded the shareowner's vote in accordance with his/her wishes into the vote processing system accordingly.

3. In order to ensure that the vote-counting is conducted in an orderly, convenient and transparent manner, the barcode system was used to enable simultaneous view of vote-counting on each agenda on the screen by all shareowners.

3.1 In every agenda except the election of directors, the shareowner who wished to cast a vote to disapprove or abstain would raise the placard. Then the company staff would read the barcode of the placard for vote summary and give to that certain shareowner a voting card to be filled with the number each shareowner received at registration, their comment, along with their signature. Upon completion of the voting card, the company staff would immediately collect the voting card as evidence for such a vote.

3.2 For the agenda of election of directors:

Shareowners identified their comments on election of directors individually and affixed their signature. In case of disapproval or abstention votes, the shareowner was requested to raise the placard for counting by the assigned staff who subsequently collected this card from all shareowners after the conclusion of this agenda.

4. In case any shareowner arrived at the meeting after the meeting had already commenced, the shareowner had the right to vote only on agenda items which had not yet begun consideration. The Company would then count the votes of the late attendees as the quorum starting from the voted agenda for record in the minutes of the meeting.
5. The meeting will consider matters according to the agenda. Information will be presented on each agenda and shareowners will be given the opportunity to ask questions before voting. Voting results are reported to the meeting when votes are counted for each specific agenda, in running order.
6. In the case that the shareowner or proxy wishes to leave before the meeting ends, they are required to return all remaining ballots to the official so that the number of votes can be deducted from the voting data base at the meeting.

The number of shareowners or proxies and the number of votes in each agenda may not be the same. This is because some shareowners or proxies may leave or arrive in the meeting while the meeting is in progress.

Furthermore, if some agenda items take longer than usual to count votes, the chairman may request the meeting to consider the next agenda item in order for the meeting to proceed continuously. When the officials have completed the vote counting, the meeting will be informed of the voting results or the resolution in said agenda item immediately.

The Board of Directors reserves the right as shareowners to cast an approval vote in every agenda. For proxies authorized by other shareowners, the vote must be in accordance with the proxy form.

In this meeting, the Company arranged to record the meeting in the form of video media.

In order to comply with Securities and Exchange Commission guidelines entitled "Procedure to organize Annual General Meeting", the registration staff checked the number of the meeting attendees when moving forward to every new agenda, and informed the results to the attending shareowners for acknowledgement.

Before entering the Agenda 1

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	2	2	43,697	500,000,000
Total	69	118	469,252,395	
		equivalent %	93.85	100

Agenda 1 To acknowledge the Annual Report of the Board of Directors and the 2025 business performance being published in the 2025 Annual Registration Statement/ Annual Report (Form 56-1 One Report).

The Chairman informed the meeting that the Annual Report and business performance for the year 2025 had already been published in the 2025 Annual Registration Statement/ Annual Report (Form 56-1 One Report) and also appears in the form of QR Code in the Notice of Meeting, have been made in accordance with rules and regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand and international practice being factually complete and accurate as provided to shareowners enclosed with the Notice of Meeting (Short version) and disseminated on the Company's website.

The President and Executive Chairman informed the meeting that the performance in 2025 can be summarized as follows:

Consolidated Financial Statements

Item	2025	2024	Increase (Reduce)	%
Revenue from sales	8,337,467,606	8,734,921,922	(397,454,316)	(4.55)
Gross profit	2,545,558,742	2,384,293,380	161,265,362	6.76
Other revenue	1,486,512,617	1,714,078,334	(227,565,717)	(13.28)
Selling and administrative Expenses	3,257,704,213	3,023,125,066	234,579,147	7.76
Share of profit (loss) of investment in associated companies	23,920,883	20,536,716	3,384,167	16.48
Income tax	(86,086,200)	22,778,288	(108,864,488)	(477.93)
Net profit	797,230,463	994,766,879	(197,536,416)	(19.86)

In 2025, the Company continued to face headwinds from a challenging macroeconomic environment and intensifying market competition, which weighed on consumer purchasing power and the overall financial performance of the Group. Operationally, certain cost components remained elevated, particularly marketing expenditures, logistics costs, and distribution channel development expenses, reflecting the Company's ongoing efforts to adapt to rapidly evolving consumer behavior.

With respect to inventory management, the Company exercised heightened discipline during periods of demand volatility in order to mitigate pressure arising from promotional activities and price reductions.

Furthermore, while the Group's continued investment in online channels and digital platforms is expected to generate meaningful growth opportunities over the medium to long term, such investments have entailed additional costs requiring close management in the near term.

Notwithstanding the above challenges, the Company maintained satisfactory profitability through strategic product portfolio optimization, a focus on higher value-added products, and disciplined cost management. The Company remains in the process of strengthening its long-term competitiveness, underpinned by solid fundamentals across its distribution network, brand equity, and financial position, which are expected to support sustainable growth going forward.

More details are available in the 2025 Annual Registration Statement/ Annual Report (Form 56-1 One Report) of the Company.

Further implementation of anti-corruption initiatives

In order to demonstrate its unwavering commitment to anti-corruption and to contribute to the ongoing resolution of corruption-related issues, the Company, in 2025, proceeded with the third renewal of its membership in the Thai Private Sector Collective Action Against Corruption (CAC), and received official renewal certification on 31 December 2025. The Company continues to adhere to its anti-corruption policies and practices, and monitors compliance on an ongoing basis, as follows:

1. Communication and dissemination of the anti-corruption policy and practices to internal and external stakeholders through various channels.
2. Training sessions on the course entitled "Building Transparency Together Toward Sustainability" were conducted for directors, executives, and employees, incorporating assessments on corporate governance principles and anti-corruption policy compliance, delivered through the ICC e-Learning system.
3. Organized training on "Raising Awareness of Information Security" for Company Directors, executives and employees.
4. Encourage the Company's partners to participate in signing the letter of commitment to comply with the Anti-Corruption Policy.

The Company continued to efficiently implement its Anti-Corruption Policy and throughout the year, the record shows no report or complaints regarding fraud or corruption from any of the Company's stakeholders.

The floor was then opened for any questions or concerns.

The Chairman invited shareowners to raise questions, and shareowners proceeded to do so as follows. Khun Theeranuch Promchoti, Rights Protecting Volunteer proxy authorized by the Thai Investors Association, asked :

1. Although the Company reported accumulated retained earnings of THB 14,069 million, net profit for 2025 declined significantly, attributable to increased selling and administrative expenses alongside a decrease in revenue. What measures does the Company have in place to control fixed expenses in 2026.

2. Does the Company have plans to expand into neighboring markets, such as Vietnam or Indonesia, to compensate for revenue lost from Cambodia? Additionally, what enhanced criteria has the Company adopted for geopolitical risk assessment.

The President and Executive Chairman responded:

1. The increase in selling and administrative expenses was attributable to two principal factors:

1.1 The Company restructured its FMCG distribution model, incurring expenses related to the expansion of distribution channels and entry fees for new sales channels. Furthermore, towards the end of 2025, the Company launched new FMCG products, including "Meechok" detergent powder and "Kung King" instant glass noodles, resulting in higher upfront expenses while sales volumes are still in the early stage of growth.

1.2 The consolidation of financial statements with TNLX Company Limited (a subsidiary), which was carried out in mid-2024, caused selling and administrative expenses to appear higher on a year-on-year comparative basis. However, when considered on a standalone basis, the Company's administrative expenses have in fact decreased, as a result of organizational restructuring measures that have already been implemented.

2. Regarding international market expansion:

- Vietnam: Final negotiations are underway with a potential distributor, with a conclusion expected in the near term.

- Indonesia: Initial negotiations with a potential business partner have commenced, with further clarity expected shortly.

With respect to markets already in operation, beyond the two aforementioned countries, the Company has expanded into several additional markets, as follows:

- Philippines: Product shipments have been successfully delivered.
- India: Product shipments have been completed and a business partner has been established.
- Middle East: Prior to the outbreak of hostilities between Iran and the United States in 2025, the Company had dispatched two shipment lots to Oman and Iraq. Following the onset of the conflict, the local distributor requested a temporary deferral of orders pending an assessment of the situation. The Company continues to maintain its business relationship with the distributor and remains prepared to resume commercial activities once conditions normalize.

Without any question, the meeting acknowledged, and moved on to the next agenda.

Before entering Agenda 2

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	3	3	18,079	500,000,000
Total	72	121	469,270,474	
		equivalent %	93.85	100

Agenda 2 To consider for approval the Financial Statements and Reports of the Auditor as of December 31, 2025.

The Chairman asked the meeting to consider approval of the Financial Statements and Reports of the Auditor as of December 31, 2025 made in accordance with the generally accepted accounting principles and already certified by the certified public accountant, as well as having been approved by the Audit Committee and the Board of Directors. Details of the 2025 financial statements are in the 2025 Annual Registration Statement/ Annual Report (Form 56-1 One Report), section 3 Financial Statements from page 192 to page 266, in QR Code form as appeared in the Notice of Meeting, sent to the shareowners.

The Chairman gave a chance for inquiry to shareowners but none was raised.

Following due consideration, approval to such Financial Statements and Report of the Auditor with unanimous vote of shareowners who attended the meeting and were eligible to vote.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	121	469,270,474	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

Before entering the agenda 3

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	0	0	0	500,000,000
Total	72	121	469,270,474	
		equivalent %	93.85	100

Agenda 3 To consider for approval the appropriation of the Company's earnings.

3.1 Annual dividend for the year 2025

The Chairman informed the meeting that in accordance with the Company's dividend payment policy, the Company has set a standard to pay dividend at 20% of par value per share. In the Board of Directors Meeting of 11/2568, held on February 20, 2026, dividend payment on the business performance from January 1 to December 31, 2025, was proposed to be approved by the Annual General Meeting at the rate of THB 0.70 per share to shareowners on the recorded date set on May 8, 2026. Consequently, the total amount of entitled shares was 500,000,000, while the total amount of dividend to be paid was THB 350,000,000. The dividend would come from the accumulated profit with 30% corporate tax paid off, resulting in the payout ratio at 0.41 times and equivalent to 70% of par value per share as prescribed by the Company's dividend policy. The payment of dividend was set to become effective on May 26, 2026.

Following are details of dividend payment :

Description	Unit	2025	2024	% 25/24
		Annual dividend Paid on May 26, 2026 (Proposed Year)	Annual dividend Paid on May 27, 2025 (Previous Year)	
1. Net profit	Baht	855,142,675.00	1,008,566,450.00	84.79
2. Number of shares	Shares	500,000,000	365,000,000	136.99
3. Dividend paid per share	Baht	0.70	1.00	70.00
- Dividend : cash			0.63013698631	
- Dividend : dividend shares			0.36986301369	
4. Amount of dividend	Baht	350,000,000.00	365,000,000.00	95.89
5. Payout ratio	Times	0.41	0.36	113.89

The meeting was requested to consider for approval on such dividend payment.

The Chairman gave a chance for inquiry to shareowners but none was raised.

The meeting, having duly considered details of this agenda, approved the annual 2025 dividend payment as proposed, with the unanimous vote of shareowners who attended the meeting and were eligible to vote.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	121	469,270,474	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

3.2 Statutory Reserve

The Chairman informed the meeting that according to the Company's Articles of Association: Chapter 6 on Dividend and Reserve Fund of which Article No. 58 states "The Company shall allot at least one-twentieth (1/20) of its annual net profit deducted by the accumulated loss brought forward to a reserve fund until such reserve fund attains the amount of one-tenth (1/10) of the Company's registered capital." As of December 31, 2025, The Company's registered capital amounted to THB 500,000,000 and statutory reserve of THB 50,000,000 representing 10% of the registered capital. The Board of Directors thus considered it appropriate not to increase the amount of statutory reserve as it had already been completely reserved in compliance with the Company's Articles of Association. Attendees of the meeting were then requested to consider giving approval.

The Chairman gave a chance for inquiry to shareowners but none was raised.

The meeting, having duly considered details of this agenda, approved the decision on this matter as proposed, with the unanimous vote of shareowners who attended the meeting and were eligible to vote.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	124	344,723,367	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

3.3 General Reserve

The Chairman informed the meeting that in order to strengthen the Company's financial reserve and business stability, as well as increasing shareowners' wealth, the Board of Directors proposed to appropriate 10% of the 2025 net profit as the general reserve at the amount of Baht 85,514,267.50, thereby providing further security for the Company's general financial position. The meeting was then requested to consider giving approval.

The Chairman gave the chance to shareowners who were present at the meeting venue and those who attended the meeting via electronic media, for inquiry but none was raised.

The meeting approved the general reserve as proposed by the Board of Directors, with unanimous vote of shareowners who attended the meeting and were eligible to vote.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	121	469,270,474	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

Before entering the agenda 4

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	1	1	3,439	500,000,000
Total	73	122	469,273,913	
		equivalent %	93.85	100

Agenda 4 To consider and elect directors to replace the directors whose tenure is completed. and consider changing the authority of the company's board of directors.

The President and Executive Chairman informed that according to the Company's Articles of Association, Chapter 3: Board of Directors, Article No. 21 says "At every Annual General Meeting, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided evenly into three (3) parts, the nearest number to such one-third (1/3) of the directors shall retire from office. The retirement of directors in the first and second year after registration of the Company shall be done by drawing lots. In subsequent years, the directors holding office the longest period shall retire, and the retired director might be re-elected". At present, there are 12 appointed directors and in order to comply with the Company's Articles of Association, the following 4 directors had to retire in due course:

1. Anuchit Anuchitanukul Ph.D. Chairman, Independent Director and Audit Committee member
2. Mr. Pitak Pruittisarikorn Independent Director and Audit Committee member
3. Mr. Somphol Chaisiroj Director
4. Petch Paniangvait Ph.D. Director

Additionally, Mr. Pitak Pruittisarikorn had expressed the wish not to extend another year in office as director due to unavailability.

The Company provided the opportunity for shareowners to nominate persons with appropriate qualifications for election to the Board of Directors during the 61st Annual General Meeting 2026. However, no nominations had been made.

The Nomination committee, therefore, considered individual candidates according to the criteria for selecting directors and the process set by the Company, having qualifications in accordance with relevant regulations and deemed to be suitable for the Company's business operations, as well as possessing qualities which are in line with the Board Diversity policy, whether in terms of knowledge base and education, capabilities, professional skillset, gender, age and experience, including an unblemished professional record, having no traits prohibited by law or the Company's Articles of Association, possessing leadership and vision, ethics and high moral character, who has a positive attitude toward the organization and sufficient time to devote to corporate responsibilities for the benefit of the Company's business operation. A Board Skills Matrix was prepared which defined the desired characteristics in a candidate, with emphasis on needed skills, including professionals skills and specialized expertise which may currently be lacking, in order to ensure that the Board comprised individuals who are qualified with the necessary knowledge and expertise to meet the needs of the positions to be vacated, and in line with the Company's business strategies. Moreover, consideration was also given to persons listed in the Directory of Professional Directors of the Thai Institute of Directors Association (IOD) and to the independence of the Independent Director in terms of efficiency in carrying out duties and responsibilities, including the ability to express views with independence in accordance with relevant guidelines, applicable laws and regulations

pertaining to independent directors as part of a transparent selection process which creates confidence among shareowners. It is deemed appropriate to propose to the general meeting of shareowners to consider reappointing the 4 directors who have resigned from their positions upon completion of their terms to the position of directors of the Company for another term. As Mr. Pitak Pruittisarikorn had expressed the wish not to extend another year in office as director due to unavailability, the Nomination Committee agreed to propose Kulpatra Sirodom Ph.D., to take the place of Mr. Pitak Pruittisarikorn, who is a well-qualified person, fits the requirement of the Stock Exchange Commission (SEC) and the Stock Exchange of Thailand and fully qualified in accordance with the criteria for the Company's independent director with relevant guidelines, applicable laws and regulations pertaining to independent directors.

The Company's Board of Directors, excluding the gain and lose directors considered the candidates individually as screened by the Nomination Committee and agreed that the above-mentioned 3 directors are fully qualified in compliance with the Public Limited Companies Act of B.E. 2535 and regulations of Securities and Exchange Commission and have been thoroughly selected by the company's process. They possess the qualifications required by law, relevant regulations and suitable for the Company's business and qualities, knowledge, capabilities, expertise and experience in the Company business, with a proven record of longstanding contribution to the organization. For the candidates who were proposed to be the independent directors possess the qualification according to relevant guidelines, applicable laws and regulations pertaining to independent directors. Furthermore, those who had served on the subsidiary committees had also made a very positive contribution in their respective roles. It was therefore deemed appropriate to propose to the Annual General Meeting to approve the reappointment of the said 3 directors to resume their position for further business operation in the year 2025. and to appoint Kulpatra Sirodom Ph.D. as a director of the Company and Independent Director to replace Mr. Pitak Pruittisarikorn, whose term has expired and who has declined to serve for another term carries an appropriate level of formality and precision for official corporate documentation.

(The profile of the nominated directors is enclosed as Enclosure 2).

In addition, the Company has defined independent directors in compliance with rules and regulations of the Capital Market Supervisory Board.

(Details of definition of the independent directors can be observed from Enclosure 5).

According to the Public Limited Company Act B.E. 2535, Section 86 stipulates that "It is prohibited for Directors to operate the same type of business and in competition with the Company, or enter into partnership in an ordinary partnership or an unlimited liability partner in a limited partnership, or be a Director of a private company, or any other company operating the same type of business and in competition, unless a notification shall be given to the Shareowners' Meeting prior to the resolution". For this reason, shareowners were informed of the business operations of all directors elected according to the previous paragraph, wherein their business were the same type and in competition with the Company, whether for their own or others' benefits, of which details are as follows:

1. Intanin Chiangmai Co., Ltd.
2. Can Co., Ltd.
3. Eastern I.C.C. Co., Ltd
4. Sun & Sand Co., Ltd.
5. Inter South Co., Ltd.
6. Korajwatana Co., Ltd.

7. Paknumpo Wattana Co., Ltd.
8. Maharachapruerk Co., Ltd.
9. Better Way (Thailand) Co., Ltd.
10. Pens Marketing and Distributions Co., Ltd.
11. Saha Pathanapibul Plc.
12. Shop Global E-Commerce Co., Ltd.
13. PTZ E-Commerce SEP Co., Ltd.
14. Thailand Best Factory Outlet Co., Ltd.

The meeting was then requested to consider and elect new directors individually to replace the retired directors, with majority vote of the total number of votes of shareowners attending the meeting and having the eligible to vote individually. Following are the summary of results:

Name of Directors		Type of Director	Approve (number of votes) (%)	Disapprove (number of votes) (%)	Abstain (number of votes) (%)	Void Ballots (number of votes) (%)
1. Anuchit	Anuchitanukul Ph.D.	Chairman and Independent Director	469,273,913 (100.00)	0 (0)	0 (0)	0 (0)
2. Mr. Somphol	Chaisiroj	Director	469,273,913 (100.00)	0 (0)	0 (0)	0 (0)
3. Petch	Paniangvait Ph.D.	Director	469,273,913 (100.00)	0 (0)	0 (0)	0 (0)
4. Kulpatra	Sirodom Ph.D.	Independent Director	469,273,913 (100.00)	0 (0)	0 (0)	0 (0)

Result of the election of the Board of Directors for tenure in the year 2026 with 12 members is as follows:

1. AnuchitAnuchitanukul Ph.D. (Independent Director)
2. Mr. Thamarat Chokwatana
3. Thiraphong Vikitset Ph.D. (Independent Director)
4. Mr. Nathporn Chatusripitak (Independent Director)
5. Kulpatra Sirodom Ph.D. (Independent Director) (New Director)
6. Mr. Somphol Chaisiroj
7. Mrs. Kobsuk Saengsawad
8. Mrs. Chailada Tantivejakul
9. Mr. Koravit Narongkananukul
10. Miss Suthida Jongjenkit
11. Mr. Yothin Suvannakate
12. Petch Paniangvait Ph.D.

Authorization of the Board of Directors is set as “Two of six directors will have power to affix their signature together with the Company’s seal to be binding on the Company. Following are the name list of authorized directors:

- | | | | |
|-----------------|-------------|-----------------|-------------------|
| 1. Mr. Thamarat | Chokwatana | 2. Mr. Somphol | Chaisiroj |
| 3. Mrs. Kobsuk | Saengsawad | 4. Miss Suthida | Jongjenkit |
| 5. Mr. Yothin | Suvannakate | 6. Petch | Paniangvait Ph.D. |

Before entering the agenda 5

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	0	0	0	500,000,000
Total	73	122	469,273,913	
		equivalent %	93.85	100

Agenda 5 To consider for determination of the directors’ remuneration.

The President and Executive Chairman informed the meeting that according to the Company’s Articles of Association, Chapter 3 : Board of Directors, Article No. 32 which says “No payment or other properties shall be made or given by the Company to a director except a remuneration pursuant to his or her right including other compensation as usually paid to him or her as a director of the Company such as salary, meeting allowance, per diem, insurance premium, pension, bonus, reward, medical expenses, fuel and transportation expenses. This excludes the remuneration or benefits which the directors are entitled to receive as employees of the company”.

At the 60th Annual General Meeting of Shareholders in 2025, the total remuneration for the Company’s directors was approved at an amount not exceeding Baht 20,000,000 per year. In 2025, the Company paid a total of Baht 10,130,000 in directors’ remuneration, which included gratuities, meeting allowances for the Board of Directors, and sub-committees.

For the year 2026 after careful scrutiny of directors’ duties and responsibilities, as well as using reference from the same type of business of similar size industry, the Remuneration Committee then deemed appropriate to determine the directors’ remuneration for their hard work within the same amount of the past year but not exceeding THB 20 million per year (this rate has been applied since 2002). This does not include the remuneration or benefits which the directors are entitled to receive as employees of the Company. Such allocation shall be under the authorization of the Remuneration Committee, and shall be effective until any further change.

Following are criteria of the allocation:

1. The perform the duties of Company’s director
 - Annual Remuneration (Gratuity) paid to every director
 - Meeting allowance paid to attending directors
 - Chairman 12,000 baht/ one meeting
 - Director 10,000 baht/ one meeting

2. To perform the duties of Director of Audit Committee, Director of the Remuneration Committee, Nomination Committee, Corporate Governance and Sustainable Development Committee and Risk Management Committee.

- Meeting allowance paid to attending directors
 - Chairman 12,000 Baht / one meeting
 - Director 10,000 Baht / one meeting
- Quarterly Meeting allowance paid to attending Audit Committee directors only
 - Chairman 40,000 Baht / one meeting
 - Director 20,000 Baht / one meeting

Payment must not exceed the amount approved by the Annual General Meeting.

Followings are comparison of director's remuneration:

(Unit : Baht)

Remuneration Component	Remuneration Criteria	2025 (Years in office from Apr.24 - Apr.25)	2024 (Years in office from Apr.23 - Apr.24)
Gratuity	All directors	7,100,000	6,850,000
Conference Allowance (including subsidiary committee)	Directors who attended the meeting	3,030,000	3,064,000
Director's Fee	Chair only	- None -	- None -
Other Benefits		- None -	- None -
Total		10,130,000	9,914,000

The 2025 remuneration for each director can be observed from the 2025 Annual Registration Statement/ Annual Report (Form 56-1 One Report) Section 2 Remuneration of Board of Directors and Executives on page 173-174.

The meeting was requested to consider for approval such payment at the same amount of last year but not exceeding THB 20,000,000 per year.

The President and Executive Chairman gave the chance to shareowners but none was raised.

Following consideration, the meeting approved this agenda as proposed by the Remuneration Committee with unanimous vote (two-thirds of the vote of shareowners attending the meeting and having the right to vote was required).

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	122	469,273,913	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

Before entering the agenda 6

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	0	0	0	500,000,000
Total	73	122	469,273,913	
		equivalent %	93.85	100

Agenda 6 To consider the appointment of auditor and approve the audit fee.

The Audit Committee Chairman informed the meeting that according to the Company's Articles of Association, Chapter 4: Shareowners' Meetings:

Article No. 44 (5): The Company is required to appoint an auditor and determine the remuneration.

Article No. 49: The appointed auditor must not hold any position in the Company such as a director, staff, employee, or any other functions in the Company.

Article No. 50: The Company's auditor must be annually elected by the Annual General Meeting, and the Auditor whose tenure is completed can be re-elected to resume the position.

In the 60th Annual General Meeting 2025, a resolution was passed to elect Mr. Krit Thammatatto and/or Mr. Ekkasit Chuthamsatid and/or Mr. Bunyarit Thanormcharoen and/or Mr. Watchara Pattarapitak with registration No. 11915 and/or No. 4195 and/or No. 7900 and/or No. 6669 from the KPMG Phoomchai Audit Co., Ltd., to be the Company's certified public accountants for the year 2025 and the audit fee was approved at Baht 2,600,000.-.

For 2026, the Audit Committee considered the selection of auditors based on their experience, generally accepted auditing standards, performance efficiency, auditing expertise and independence, including the amount of work and the audit fee, compared to other listed companies at the same level, with qualifications according to the Company's Articles of Association and regulations of the Federation of Accounting Professions, the Securities and Exchange Commission and the Stock Exchange of Thailand. It was deemed appropriate to propose the following for selection :

1. Mr. Krit Dhammathatto, Certified Public Accountant with registration No. 11915
(has signed in the Company's Financial Statements since 2022), and/or
and/or
2. Mr. Ekkasit Chuthamsatid, Certified Public Accountant with registration No. 4195
(has signed in the Company's Financial Statements 2017 - 2021), and/or
and/or
3. Mr. Bunyarit Thanormcharoen, Certified Public Accountant with registration No. 7900
(has signed in the Company's Financial Statements since 2012 - 2016), and/or
and/or
4. Mr. Watchara Pattarapitak, Certified Public Accountant with registration No. 6669
(has never signed in the Company's Financial Statements)

from the KPMG Phoomchai Audit Co., Ltd., to be the Company's certified public accountants for the year 2026 Agenda 5, with any one of the four certified public accountants being authorized to audit and sign the financial statements of the Company, with the following remuneration:

(Unit : Baht)

	2026 (Proposed year)	2025 (Previous year)	% 26/25
Annual auditing fee	2,200,000	2,150,000	102.33
Reviewing fee per each quarter	450,000 (150,000*3)	450,000 (150,000*3)	100.00
Total	2,650,000	2,600,000	101.92
Other services	-None-	-None-	-None-

And it was agreed that the Annual General Shareowner Meeting should also acknowledge the fees for the audits of subsidiary companies in 2026.

Subsidiary company	2026 (Baht)	2025 (Baht)
1. TNLX Co., Ltd.	760,000	800,000
- Audit fees	700,000	700,000
- Additional service fees	60,000	100,000
	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd
2. Thai Itokin Co., Ltd. Auditor/Audit Office	400,000	400,000
	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd
3. Tiger Distribution and Logistics Co., Ltd. Auditor/Audit Office	460,000	450,000
	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd	Mr. Krit Dhammathatto Mr. Ekkasit Chuthamsatid Mr. Watchara Pattarapitak Mr. Bunyarit Thanormcharoen KPMG Phoomchai Audit Co., Ltd
4. Canchana International Co., Ltd.	70,400 (≈2,200 USD)	119,916 (≈3,400 USD)
- Annual audit fee	Advance Grand Formula	Advance Grand Formula
- Audit fee ACAR		
Total	1,690,400	1,769,916

Sequence number 1-3 subsidiaries use the same auditing firm as the company. However, Canchana International Co., Ltd., did not use the same auditor as the company because it is an overseas company and was dissolved on January 31, 2026. Therefore, this is a review of the financial statements as of the date of dissolution.

Additionally, among 13 other associated companies, Thai Secom Security Co., Ltd. use the same auditor(s) as ICC.

Despite the fact that a number of subsidiary and associated companies do not use the same auditor(s) as the Company, the Company is still able to provide management oversight to ensure that these companies prepare and complete their Financial Statements in the required time frame.

It is noted that the proposed auditors have no relations, nor any potential gain or loss with the Company/Subsidiary Companies/ Executives/ Major Shareowners or persons related to the above mentioned persons. Therefore, they are independent to conduct the audit and give their opinions to the Company's Financial Statements.

The Audit Committee Chairman gave a chance for inquiry to shareowners but none was raised.

The meeting approved this agenda to appoint the auditors and set the audit fees with the unanimous vote of shareowners who attended the meeting and were eligible to vote.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	122	469,273,913	100
- Disapprove	0	0	0
- Abstain	0	0	0
- Void Ballots	0	0	0

Before entering the agenda 7

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	0	0	0	500,000,000
Total	73	122	469,273,913	
		equivalent %	93.85	100

Agenda 7 To consider and approve the loan to Thanulux Public Company Limited, which is a connected person.

The President and Executive Chairman informed the meeting that in order to manage the Company's cash flow to be more efficient, and for the Company to receive a fixed annual return of 5.50% which is a higher rate of return than investing in deposits money with the financial institutions. The Board of Director excluding the director who has conflict of interest (1.Mr. Thamarat Chokwatana is the President and Executive Chairman of the Company as well as the Vice Chairman of TNL 2. Miss Suthida Jongjenkit is the director of the Company and a director of TNL) deemed it appropriate to propose to the shareholders' meeting to consider and approve the loan to Thanulux Public Company Limited, in an amount not exceeding THB 200 million at an interest rate of 5.50% per annum. Thanulux Public Company Limited which is a connected person. As detailed below.

1. **Date of Transaction :** Up to 2 years from the date of execution of the loan agreement, which shall become effective upon the shareholders' meeting resolving to approve the entering into the financial assistance transaction.

2. **Related Parties**
 - Lender : I.C.C. International Public Company Limited ("ICC)
 - Borrower : Thanulux Public Company Limited ("TNL")

Operates as a holding company by investing in other companies and conducts business through its subsidiaries, which focus on three core areas: 1) Secured lending business 2) Asset management business and 3) Real estate development business

Relationship with the Company : The Company and TNL have Saha Pathana Inter-Holding Public Company Limited ("SPI") as a common major shareholder. SPI holds ICC's shares = 24.26% (Information as of March 11, 2026.) and holds TNL's shares = 42.09% (Information as of March 11, 2026.)

3. **Nature of the Transaction :**
 - Type of transaction : Providing financial assistance to the connected persons for the credit limit of THB 200 million, non-revolving loan.
 - Transaction volume : For a fixed period in the amount not exceeding THB 200 million plus return at the rate of 5.50% per year or THB 22 million. Total credit line of THB 222 million
It is considered a connected transaction under the Notification of the Capital Market Supervisory Board on Rules for Connected Transactions, Financial Assistance type, with the transaction size of more than THB 100 million or 3.00% of the company's NTA, whichever is lower.
(3% of the Company's NTA is 881 million baht as of 31 December 2025).
 - Company's NTA as : THB 29,392 million
at 31Dec. 2025 : (3% of NTA is THB 881 million)
 - Highest transaction : 0.68%
size

4. **Transaction details :**
 - The Value of Financial Assistance :

Credit line not exceeding	200 million baht
<u>plus</u> returns at the rate of 5.50% per annum	22 million baht
<u>plus</u> value of possible damage if loan is not repaid	-
Total	<u>222</u> million baht
 - Period : The availability period is not exceeding 2 years. The borrowers can choose to withdraw the total loan amount at once or draw down the loan multiple times until the full amount of the credit limit.

- Interest rate : Fixed interest rate of 5.50% per annum. The borrower shall pay interest on every 31 March, 30 June, 30 September, and 31 December.
 - Loan Repayment : Repay the total loan amount which has been drawn back to the lender upon the lapse of 2 years period from each receipt of the loan.
 - Loan Term and Conditions : Throughout the term of the credit facility under this Agreement, the Borrower shall maintain a total debt-to-equity ratio (D/E) as reflected in the Borrower's consolidated financial statements at a ratio not exceeding 1:1.
 - Collateral : - none -
5. Objective : In order to enhance the efficiency of the Company's cash flow management, the Company will receive a return at an interest rate of 5.50% per annum. The Company considers that such rate of return is appropriate and higher than the returns from other investment alternatives currently available to the Company. For comparison, fixed deposits offer interest rates in the range of 0.75% - 1.35% per annum, government bonds provide yields ranging from 1.29% - 2.37% per annum, loans to related parties bear interest rates between 4.00% - 6.00% per annum, and unrated debentures issued in 2025 offer interest rates in the range of 4.60% - 7.50% per annum. Accordingly, the Company views that the said transaction is reasonable and in the best interests of the Company.

In this regard, during the period of 6 months prior to the date of entering into this transaction, the Company has not entered into any other connected transactions with the same connected person or related person of such person. Therefore, the size of the transaction is higher than THB 100 million (a lower amount between THB 100 million and 3 percent of the net tangible assets value of the Company as of December 31, 2025). As a result, the Company must;

- acquire the approval from the Board of Directors as well as preparing and disclosing information regarding the entering into of the Company's transactions to the Stock Exchange of Thailand ("SET") according to the Notification on Connected Transactions
- propose an approval from the shareowners meeting which shall resolve to approve with the vote of not less than three-fourths of the total votes of shareowners who attend the meeting and having the right to vote, excluding the shareowners who have conflict interest.
- In compliance with the requirement to appoint an independent financial advisor (IFA) approved by the Securities and Exchange Commission, the Company appointed Silom Advisory Co., Ltd. to provide an opinion on this related party transaction

The Board of Director excluding the director who has conflict of interest (1.Mr. Thamarat Chokwatana is the President and Executive Chairman of the Company as well as the Vice Chairman of TNL 2. Miss Suthida Jongjenkit is the director of the Company and a director of TNL) has carefully considered the entering into this transaction and is of the opinion that such transaction is appropriate, reasonable, and in the best interests of the Company and its shareholders. The Company will

receive an interest rate at a level deemed appropriate when compared with other investment alternatives currently available to the Company. This transaction is considered a cash flow management measure to maximize the Company's benefits, with an expected return at an interest rate of 5.50% per annum. Such rate is lower than the interest rate previously applied to loans extended to TNL, due to a decline in prevailing lending interest rates in Thailand. In addition, the said rate is lower than the Company's expected return on equity of 5.76% per annum, as lending transactions carry lower risk compared to equity investments. This is because lenders are entitled to receive interest and principal repayments in accordance with contractual terms and have priority of claim over shareholders in the event of default. Nevertheless, the said interest rate remains higher than returns from deposits with financial institutions. Furthermore, TNL has a strong financial position and sufficient capability to repay the loan.

The Board of Directors, therefore, proposes that the shareowners' meeting consider approving a loan to TNL, which is a connected person, in an amount not exceeding THB 200 million.

The details regarding the loan to TNL in an amount not exceeding THB 200 million are set out in the Information Memorandum on the Connected Transaction of I.C.C. International Public Company Limited, (please refer to Attachment 3) and the report of the Independent Financial Advisor (please refer to Attachment 4) in the Invitation to the Annual General Meeting of Shareowners which was sent 21 days in advance of the date of the Annual General Meeting.

The Chairman gave shareowners an opportunity to ask questions but no questions were raised.

The meeting was therefore requested to consider and approve this matter.

This agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareowners attending the meeting who are eligible to vote, excluding those who have conflict of interest. In this regard, the interested shareowners were consisted of Saha Pathana Inter-Holding Public Company Limited as a major s shareowners of the Company and TNL which was considered as an interested person in this transaction .

The list of shareowners who have conflict of interests as of the record date (March 11, 2026) for determining the names of shareowners who are entitled to attend the meeting is as follows:

Name list of shareowners	Number of shares held (shares)	Proportion of registered and paid shares of the Company (%)
Saha Pathana Inter-Holding Public Company Limited	121,287,498	24.26

Before the resolution,

- The number of shares of shareowners attending the meeting amounted to 469,273,913 shares
- Less the number of shares of shareowners with conflict of interests in the amount of 121,287,498 shares
- The number of shares that attended the meeting and had the right to vote was 347,986,415 shares

The meeting, having duly considered details of this agenda, approved the resolution on this matter as proposed, with a vote of not less than three-fourths of the total votes of the eligible shareowners attending the meeting, excluding the votes of shareowners with conflict of interests.

Votes	shareowners	Shares	% number of shares at the meeting
- Approve	118	344,341,968	98.95
- Disapprove	2	3,644,447	1.05
- Abstain	0	0	0
- Void Ballots	0	0	0

Before entering the agenda 8

Attendance of the meeting	Attendants	Shareowners	Number of Shares	Total Shares
New comers	0	0	0	500,000,000
Total	73	122	469,273,913	
		equivalent %	93.85	100

Agenda 8 To consider other matters.

The Company Secretary subsequently added that in order to comply with good business practices, after the meeting is concluded, the Company will publish the resolution of the AGM through the news system of the Stock Exchange of Thailand and complete the minutes of the shareholder meeting within 14 days from the meeting date, as well as submitting the report through the information dissemination system of the Stock Exchange of Thailand and published on the Company's website This will allow shareowners to be informed of the meeting results and check the accuracy of the reporting.

There being no other business, the Chairman of the Meeting subsequently expressed his thanks to the President and Executive Chairman, the Company Secretary and all attending shareowners who have always made a useful contribution to the Company. As no other matters were raised, the Chairman adjourned the Meeting.

The meeting adjourned at 15:05 p.m.

Anuchit Anuchitanukul
(Anuchit Anuchitanukul Ph.D.)
Chairman of the Meeting

Duangrudee Milintanggul
(Mrs. Duangrudee Milintanggul)
Company Secretary

Thamarat Chokwatana Yothin Suvannakate
(Mr. Thamarat Chokwatana) (Mr. Yothin Suvannakate)
Directors