

**Date** : 27<sup>th</sup> March 2026

**Subject** : Invitation to the Annual General Meeting of the Shareholders for the year 2026 in the form of Hybrid Meeting

**Attention** : All Shareholders of the Company

**Enclosures** :

1. Proxy Form and details of Independent Directors (Proxy for Shareholders)
2. Documents for registration, Manual for registration, meeting participation manual, and voting procedures for both onsite and online meetings
3. Annual Report 2025 (Form 56-1 One Report) and copy of the audited Financial Statements for the fiscal year ended 31<sup>st</sup> December 2025 (QR code format)
4. Details of the nominees proposed for election as Directors of the Company to replace Directors who retire by rotation and the definition of Independent Director
5. Details of the Auditors
6. The Company's Articles of Association regarding the shareholders meeting
7. Map of the venue of the shareholders meeting and other related information

The Board of Directors meeting of True Corporation Public Company Limited (the "Company") has resolved to convene the Annual General Meeting of the Shareholders for the year 2026 ("2026 AGM") on 30<sup>th</sup> April 2026 at 2:00 p.m. which will be held in the form of Hybrid Meeting. The Shareholders can choose to attend the 2026 AGM through electronic means, according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) or attend the meeting in person (Onsite) at the Auditorium Room on 21<sup>st</sup> Floor, True Tower, located at No. 18 Ratchadapisek Road, Huai Khwang Sub-District, Huai Khwang District, Bangkok. The Company has announced the schedule and agenda of the 2026 AGM via the Company's website ([www.true.th](http://www.true.th)) and the Stock Exchange of Thailand ([www.set.or.th](http://www.set.or.th)) since 19<sup>th</sup> February 2026.

In this connection, the Company has posted the Notice and Enclosures of 2026 AGM in advance on its website since 27<sup>th</sup> March 2026 in order to provide sufficient time for shareholders to consider the meeting materials.



### **Agenda Item 3**

### **To consider and approve the appropriation of net profit for the Year 2025 as a legal reserve according to the law, the declaration of annual dividend payment for the year ended 31<sup>st</sup> December 2025 and the acknowledgment of interim dividend payment**

#### **Background Information**

The dividend payment policy of the Company is to pay no less than 50% of its net profits on a semi-annual basis, based on the consolidated financial statements (after deduction of legal reserve), in compliance with applicable laws and regulations, and subject to its financial position and future business plans.

For the year 2025, considering separate financial statements of the Company, the Company had net profit from its operations and has no accumulated losses, thus, the Company has a legal obligation to appropriate not less than five percent of its annual net profit as a legal reserve. The Risk, Cybersecurity and Finance Committee proposed a recommendation to the Board of Directors that the shareholders' meeting be requested to consider and approve the appropriation of the 2025 net profit of the Company in the amount of Baht 132,895,356, equivalent to 5 percent of the 2025 net profit, as legal reserve, and to consider and approve the payment of annual dividend for the year ended 31<sup>st</sup> December 2025 at the rate of Baht 0.12 per share (subject to applicable withholding tax), totaling Baht 4,146,252,096, to be paid in cash. In this regard, the dividends shall be paid from the Company's operating results for the period from 1<sup>st</sup> October 2025 – 31<sup>st</sup> December 2025 and from a portion of the Company's unappropriated retained earnings, which is in accordance with the Company's dividend policy. The date on which determination of the shareholders entitled to receive the 2025 dividend payment (Record Date) is 11<sup>th</sup> May 2026; and the dividend payment shall be made by 26<sup>th</sup> May 2026. The entitlement to receive such dividends remains subject to approval by the shareholders at the 2026 AGM.

In addition, the Risk, Cybersecurity and Finance Committee proposed a recommendation to the Board of Directors to propose the shareholders' meeting to acknowledge the interim dividend payment paid on 3<sup>rd</sup> December 2025 at the rate of Baht 0.19 per share (subject to applicable withholding tax), totaling announced dividends in the amount of Baht 6,564,899,152. Such interim dividends were paid from the operational results for the period from 1<sup>st</sup> January 2025 to 30<sup>th</sup> September 2025 and from a portion of unappropriated retained earnings, pursuant to the resolution of the Board of Directors' Meeting No. 7/2025 held on 4<sup>th</sup> November 2025.

In summary, the total announced dividend payment from the operational results of the Company for the year 2025 and from a portion of unappropriated retained earnings, in aggregate, is at the rate of Baht 0.31 per share (subject to applicable withholding tax), totaling Baht 10,711,151,248, equivalent to 118% of the consolidated net profits based on the consolidated financial statements of the Company, which is in line with the Company's dividend policy.

### Historical Dividend Payment

During the past 3 years, the Company has distributed one dividend to its shareholders. Specifically, in 2025, the Company paid dividend from the operational results for the period from 1<sup>st</sup> January 2025 to 30<sup>th</sup> September 2025 and from a portion of unappropriated retained earnings at the rate of Baht 0.19 per share.

### Opinion of the Board

The Board of Directors concurred with the Risk, Cybersecurity and Finance Committee's recommendation and was of the opinion that the appropriation of net profit for the Year 2025 as a legal reserve required by law at the amount of Baht 132,895,356; and the payment of annual dividend for the year ended 31<sup>st</sup> December 2025, at the rate of Baht 0.12 per share (subject to applicable withholding tax), totaling Baht 4,146,252,096, should be proposed to the shareholders' meeting for approval. In addition, the Board of Directors was of the opinion that the shareholders should acknowledge the interim dividend payment paid on 3<sup>rd</sup> December 2025 at the rate of Baht 0.19 per share, totaling announced dividends in the amount of Baht 6,564,899,152, details as above-mentioned.

### Required Vote

This matter requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

### Agenda Item 4

#### To consider the election of directors to replace the directors who retire by rotation

### Background Information

In order to comply with applicable laws and the Company's Articles of Association, the Company requires to consider the election of directors to replace directors who retire by rotation. The directors who will retire by rotation at the 2026 AGM are as follows:

- 1) Mr. Kalin Sarasin
- 2) Mr. Vichaow Rakphongphairoj
- 3) Mr. Jon Omund Revhaug
- 4) Mr. Sigve Brekke.

To comply with the Good Corporate Governance Principles, the Company provided opportunities for shareholders to nominate person(s) to be director(s). The relevant criteria were announced on the Company's website from 10<sup>th</sup> October 2025 to 31<sup>st</sup> December 2025. For the 2026 AGM, no shareholders proposed any candidates to the Company.

### Opinion of the Board

The Board of Directors has considered and concurred with the Nomination and Remuneration Committee's recommendation and opined that the above-mentioned retiring directors Nos. (1) - (4) should be proposed to the shareholders' meeting for re-election as directors of the Company for another term. The Board of Directors is of the view that all four retiring directors have undergone the nomination procedure prescribed by the Company and are qualified in accordance with the relevant regulations and suitable for the business of the Company. In addition, they also had extensive knowledge and

experience which are consistent with the Company's business strategies. With regard to the Independent Director (which is the retiring director No. (1) above), the Board of Directors opined that he is qualified in accordance with the regulations relevant to independent director and corporate governance practices of the Company, and is able to express independent opinion. Accordingly, the Board of Directors is of the opinion that the following retiring four directors should be proposed to the shareholders' meeting for re-election as directors of the Company for another term, as summarized name list as follows:

- |    |               |                 |                      |
|----|---------------|-----------------|----------------------|
| 1) | Mr. Kalin     | Sarasin         | Independent Director |
| 2) | Mr. Vichaow   | Rakphongphairoj | Director             |
| 3) | Mr. Jon Omund | Revhaug         | Director             |
| 4) | Mr. Sigve     | Brekke          | Director             |

To facilitate the decision making of the shareholders, summarized qualifications of each candidate and the definition of Independent Director are provided to the shareholders together with this Invitation (Enclosure No. 4).

Furthermore, as Mr. Arnstein Sletmoe and Mr. Prasoorn Sinha resigned from their positions as directors of the Company with effect from 13<sup>th</sup> March 2026, and the remaining terms of such positions exceed two months, the nomination and consideration process for qualified persons to fill such vacancies is currently ongoing and may not be completed prior to the 2026 AGM. Accordingly, it is proposed that the shareholders' meeting acknowledge the temporary reservation of such vacant directorships. The Board of Directors will proceed with the nomination and appointment of qualified persons possessing the requisite knowledge and abilities to fill such vacant positions pursuant to the Company's Articles of Association and Section 75 of the Public Limited Companies Act (in the case of a vacancy arising from causes other than retirement by rotation) after this 2026 AGM.

### **Required Vote**

This matter requires affirmative resolution of a majority vote with the following rules and procedures:

- (1) One shareholder shall have one vote for each share;
- (2) Each shareholder shall exercise all the votes he/she has under (1) to appoint one or several person(s) to be director(s), provided that he/she cannot divide his/her votes to any person to any extent;

- (3) Persons receiving the most votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. If there is a tie in the last to be elected and this exceeds the said number of directors, the presiding chairman shall have an additional casting vote.

To follow Good Corporate Governance Principles, the Company provides opportunities for shareholders to vote an individual nominee by proposing the shareholders' meeting to cast the vote on individual basis.

**Agenda Item 5**

**To consider and approve the directors' remuneration**

**Background Information**

The directors' remuneration of the Company is only one type, namely fixed monthly remuneration categorized by positions, and no other forms of directors' remuneration are provided. The proposed directors' remuneration for the year 2026 remains in the form of fixed monthly remuneration categorized by positions at the same rate, with no additional benefits, which is equivalent to the directors' remuneration as approved by the 2025 AGM. The detail of the directors' remuneration is as follows:

**“Directors receive remuneration on a monthly basis**

Chairperson	Baht 300,000 per month
Vice Chairperson	Baht 150,000 per month
Director (Independent or not Independent)	Baht 100,000 per month
Independent Director, who is also a member of one or more Committees	Baht 200,000 per month
Independent Director, who is also a Chairperson of one or more Committees	Baht 300,000 per month
Other benefits	None

In this regard, any director who is the Company's employee shall not be entitled to receive directors' remuneration. The foregoing resolutions shall remain in effect until otherwise resolved by another shareholders meeting.”

The Nomination and Remuneration Committee has reviewed the appropriateness of the above Directors' remuneration structure and rates, taking into consideration the same industry and the size of industry, as well as the experience, duties and responsibilities of Directors. The Committee has therefore recommended to the Board of Directors that the directors' remuneration for the year 2026 at the same rates as the previous year, which are unchanged from the resolution previously approved at the Annual General Meeting of Shareholders for the year 2025, should be proposed to the Shareholders meeting for approval.

In this regard, the Company has disclosed the information relating to the payment of directors' remuneration in the Annual Report 2025 (Form 56-1 One Report), Part 2, Topic 8.1.2 “Attendance and Remuneration of the Director” which is distributed to the shareholders together with this Invitation (Enclosure No. 3).

### **Opinion of the Board**

The Company does not propose any change to the directors' remuneration; therefore the resolution is not required according to the applicable law. However, in accordance with Good Corporate Governance Principle, the Board of Directors has concurred with the Nomination and Remuneration Committee's recommendation and is of the opinion that the aforesaid remuneration of directors, which is the same rate as approved by the 2025 AGM, should be proposed to the shareholders meeting for approval.

### **Required Vote**

This matter requires affirmative resolution of not less than two-thirds of the total number of votes of shareholders attending the meeting. In this regard, any director who is also a shareholder of the Company has no right to vote.

### **Agenda Item 6**

#### **To consider the appointment of the Company's Auditors and determination of the Audit Fee for the Year 2026**

### **Background Information**

In order to comply with applicable laws and the Company's Articles of Association, the appointment of the auditor and the determination of the audit fee for the year 2026 shall be approved by the 2026 AGM. In this regard, auditors from PricewaterhouseCoopers ABAS Limited have been performing auditing functions for the Company since 2023, and there is no justification to change the audit firm. For the year 2026, the auditor has proposed an audit fee in the amount of Baht 6 million which is the same as the audit fee for the year 2025. In this regard, PricewaterhouseCoopers ABAS Limited and the proposed auditors have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders or related persons that would affect their independence in performing their duties. Details of the auditors are attached herewith (Enclosure No. 5) for shareholders' consideration. In addition, the Company has disclosed details of the audit fee for the year 2025 of the Company and its subsidiaries, separately between audit fees and non-audit fees, in the 2025 Annual Report (Form 56-1 One Report), Part 2, Topic 7.6.3 "Remuneration for Audit Firm" (Enclosure No. 3).

For the Company's subsidiaries, PricewaterhouseCoopers ABAS Limited serves as the auditor for some subsidiaries. For subsidiaries that do not engage the same audit firm as the Company, the Board of Directors will ensure that their financial statements are prepared within the prescribed timeframe.

### **Opinion of the Board**

Due to the Audit Committee's consideration and opinion, it is deemed appropriate to propose to the Board of Directors for consideration and submission to the shareholders' meeting for appointment of Ms. Nuntika Limviriyalers, Certified Public Accountant (Thailand) No. 7358, Mr. Paiboon Tunkoon, Certified Public Accountant (Thailand) No. 4298, and Ms. Svasvadi Anumanrajdhon, Certified Public Accountant (Thailand) No. 4400 of PricewaterhouseCoopers ABAS

Limited as the Company's auditors for the year 2026, whereby any one of them being authorized to conduct the audit and express an opinion on the financial statements of the Company. The audit fee for the Year 2026 should be fixed in total of Baht 6 million. Furthermore, if there are additional auditing works beyond the regular annual audits, the Audit Committee proposes to the Board of Directors to request authorization at the shareholders' meeting to authorize the Board of Directors to determine the remuneration for additional auditing work on a case-by-case basis.

The Board of Directors concurred with the Audit Committee's recommendation and was of the opinion that Ms. Nuntika Limviriyalers, Certified Public Accountant (Thailand) No. 7358, Mr. Paiboon Tunkoon, Certified Public Accountant (Thailand) No. 4298, and Ms. Svasvadi Anumanrajdhon, Certified Public Accountant (Thailand) No. 4400 of PricewaterhouseCoopers ABAS Limited should be proposed to the shareholders meeting for appointment as the Company's auditors for the year 2026, whereby any one of them being authorized to conduct the audit and express an opinion on the financial statements of the Company. The audit fee for the year 2026 should be fixed in total of Baht 6 million. In this connection, the Board of Directors requests the shareholders' meeting to authorize the Board of Directors to have power to determine the remuneration for additional auditing work on case-by-case basis, should there be additional work.

#### **Required Vote**

This matter requires affirmative resolution of a majority vote of the total number of votes of shareholders attending and casting votes at the meeting.

#### **After completion of considering all matters set forth in the agenda**

#### **Question and answer session for the shareholders**

To follow the Good Corporate Governance Principle, the Company shall not consider other matters other than the agenda specified in the Invitation. Instead, the Company will provide opportunities to the shareholders to raise their questions regardless of whether they are related to the agenda of the meeting.

The date on which the recorded shareholders are entitled to attend the 2026 AGM (Record Date) is 31<sup>st</sup> March 2026.

The Company intends to distribute the invitation of the Annual General Meeting of Shareholders in QR Code format, in line with its commitment to environmental sustainability and the efficient use of resources, to ensure that shareholders receive accurate, timely, and up-to-date information. Should any shareholder wish to obtain the proxy form in hard-copy format, the proxy form may be printed from the document made available on the Company's website under the heading "Attachment No. 1" at <https://investor.true.th/th/downloads/shareholders-information>, or the shareholder may notify the Company of such request via email : [irplus.agm@irplus.in.th](mailto:irplus.agm@irplus.in.th) or Line Official Account : @irplusagm.

Shareholders may choose to attend the meeting either through electronic means (E-Meeting/Online) or in person at the meeting venue (Onsite), at their convenience.

For shareholders who wish to attend **the meeting via electronic means (E-Meeting / Online)**, either by yourself or proxy, please study the manual for registration and meeting participation manual through the IR PLUS AGM System application (Enclosure No. 2). In order to prepare the readiness in advance of attending the Meeting, the Company will open the E-Meeting system for identity verification for shareholders or proxy holders from 8<sup>th</sup> April 2026, at 8:00 a.m. until 30<sup>th</sup> April 2026, at 12:00 p.m. Shareholders or their proxies can log-in to the IR PLUS AGM System to attend the Meeting on 30<sup>th</sup> April 2026 as from 12:00 p.m. onwards.

For shareholders who wish to attend **the meeting onsite at True Tower**, registration will be opened from 12.00 p.m. Shareholders are requested to present your national identification card, government official identification card, or driver's license to verify your right to attend the meeting. If shareholders wish to appoint a person as proxy to attend and vote at the meeting on your behalf, please complete and duly execute the enclosed proxy form. The duly completed and executed proxy, affixed with the stamp duty, must be submitted to the Company's officer at the registration counter prior to attending the meeting. The proxy holder is also required to present identification documents to verify his/her right to attend the meeting, as detailed in Enclosure No. 2.

Furthermore, in case of shareholders is unable to attend the meeting and wish **to appoint the Company's Independent Directors to vote on your behalf**, such appointment may be made either by proxy form or by electronic proxy, as follows:

- (1) Proxy Form: **please complete and duly execute the proxy form and specify Prof. Dr. Kittipong Kittavarak or Mrs. Kamonwan Wipulakorn as the proxy holder as the instruction specified in Enclosure No. 1.** We would appreciate your kind cooperation to submit your proxy and required documents to us by **29<sup>th</sup> April 2026 at 5:00 p.m.**; or
- (2) Electronic Proxy (e-proxy Voting): shareholders may appoint the Company's Independent Directors to vote on your behalf as proxy via electronic channel (e-Proxy Voting) through the Investor Portal of Thailand Securities Depository Co., Ltd. (TSD) at this link: <https://ivp.tsd.co.th/> from **9<sup>th</sup> - 29<sup>th</sup> April 2026 by 4:30 p.m.**

**Should you have any questions about the meeting, or requires assistance with E-meeting registration or Log-in, please contact via email : [irplus.agm@irplus.in.th](mailto:irplus.agm@irplus.in.th) or Line Official Account : @irplusagm or Tel: 02-023-8800 ext. 2; during business days and business hours between 9:00 a.m. – 5:00 p.m. (excluding public holidays), during the period from 10<sup>th</sup> - 30<sup>th</sup> April 2026.**

Should you have any questions regarding the agenda of the meeting or any other information related to the Company, you may send questions to the Company in advance of the meeting date via the following channels:

- email : [ir\\_office@truecorp.co.th](mailto:ir_office@truecorp.co.th) (Your kind cooperation to send question 5 days prior to the meeting date would be most appreciated)
- registered post to  
“Investor Relations Department,  
True Corporation Public Company Limited,  
19<sup>th</sup> Floor, True Tower, No. 18 Ratchadapisek Road,  
Huai Khwang Sub-District, Huai Khwang District, Bangkok 10310”  
(Your kind cooperation to send question 7 days prior to the meeting date would be most appreciated)  
Kindly provide your name, address, Email and telephone number for the Company to contact you.

Yours sincerely,

Ms. Napat Tanyakulsajja  
Company Secretary  
As assigned by the resolution of the Board of Directors

True Corporation Public Company Limited is dedicated to ensuring the protection of shareholders' personal data. To fulfill this commitment, the Company provides a Privacy Policy outlining guidelines for the collection, usage, and disclosure of personal data, as well as identifying relevant processing purposes in accordance with the Personal Data Protection Act B.E. 2562 (2019) (“PDPA”), and current laws and practices. This Privacy Policy is available through our True Privacy Notice at website: [www.true.th](http://www.true.th), select “Privacy Notice” or via QR code.

The Company will strictly utilize and retain all personal data only for AGM-related activities as necessary. If shareholders designate a proxy holder to attend the meeting on their behalf, the Company kindly ask you to inform the proxy holder about our Privacy Policy to ensure compliance.

