



Invitation to the 2025 Annual General Meeting of Shareholders

TCM CORPORATION PUBLIC COMPANY LIMITED

On Tuesday, April 29, 2025 at 2.00 P.M.

Via Electronic means (E-AGM) only

Pursuant to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020)

28 March 2025

Subject: Invitation to the 2025 Annual General Meeting of Shareholders
To: Shareholders of TCM Corporation Public Company Limited
Enclosures

1. Copy of the Minutes of the 2024 Annual General Meeting of Shareholders
2. Annual report 2024 (56-1 One Report) comprising financial statement and statement of comprehensive Income and Auditor's report ended as at 31 December 2024 in the QR-Code format
3. Profiles of the candidate directors nominated to replace the directors retiring by rotation
4. Definition of the Independent Director
5. Company's Articles of Association relating to shareholders' meeting
6. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the 2025 Annual General Meeting of Shareholders.
7. Profiles of the independent directors (proposed as proxies of shareholders)
8. Procedures for attending the 2025 Annual General Meeting of Shareholders
9. Proxy Form A
10. Proxy Form B
11. Proxy Form C
12. Privacy Notice for the 2025 Annual General Meeting of Shareholders

The Board of Directors of TCM Corporation Public Company Limited (**the Company**) has resolved to hold the 2025 Annual General Meeting of Shareholders on Tuesday 29 April 2025 at 2.00 p.m. via electronic means (e-AGM) only. The meeting will be broadcast from the conference room of TCM Corporation Public Company Limited through the web application and mobile application called IR PLUS AGM, in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), Notification of the Ministry of Digital Economy and Society, re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020) and other related laws and regulations, with the agenda of the Meeting as follows:

Agenda 1. To acknowledge the Minutes of the 2024 Annual General Meeting of Shareholders
(Resolution: The agenda is for acknowledgement; the meeting's resolution is not required)

Facts and Rationale

The 2024 Annual General Meeting of Shareholders was held on 26 April 2024, and a copy of the minutes was submitted to the Stock Exchange of Thailand within the prescribed period as the legal requirement and uploaded on the Company's website (www.tcm-corporation.com) to be disclosed to the shareholders and general investors. It appeared that no one objected or requested an amendment. The details appeared in Enclosure No. 1.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to acknowledge the minutes of the AGM for the year 2024. The details appeared in Enclosure No.1.

Agenda 2. To acknowledge the report on the Company's operating results for the year 2024 and the Annual Report (Form 56-1 One Report)
(Resolution: The agenda is for acknowledgement; the meeting's resolution is not required)

Facts and Rationale

Summary of the Company's operating results and its subsidiaries for the fiscal year ended on 31 December 2024 as follows:

Unit: Million Baht	
Current assets	2,211.29
Total assets	6,632.38
Current liabilities	1,967.18
Total liabilities	4,954.11
Revenues from sales and services	6,129.61
Total net loss	(908.69)

The Company has summarized the operating results of the Company and its subsidiary for the year 2024 as specified in the 2024 Annual report (Form 56-1 One Report), Part 1 Business Operation and Performance Results, subject: Financial Highlights which was delivered to the shareholders in the QR-Code format, attached hereto (Enclosure No.2).

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to acknowledge and certify the operating results of the Board of Directors for the previous year end and the 2024 Annual report (Form 56-1 One Report), the details appeared in Enclosure No. 2.

Agenda 3. To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2024.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

Pursuant to Section 112 of the Public Limited Company Act B.E. 2535 (1992), it requires the Board of Directors to ensure that the statement of financial position and income statement as of the end of the company's fiscal year shall be submitted to the annual general meeting of shareholders for consideration and approval. The Board of Directors, therefore, proposes to the annual general meeting of shareholders to consider and approve the audited statement of financial position and statement of comprehensive income for the fiscal year ended as of 31 December 2024, which were audited by the auditor and reviewed by the Audit Committee as provided in the 2024 Annual report (Form 56-1 One Report), Part 3 Financial Statement, subject: Financial Statement 2024 (Enclosure No.2)

Board's Opinion

The Board of Directors deemed it appropriate to propose the Meeting of shareholders for consideration and approval of the audited statement of financial position and statement of comprehensive income for the year ended 31 December 2024, which was reviewed by the Audit Committee and audited by the Company's auditor.

Agenda 4. To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of year ended 31 December 2024.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

According to Section 116 of the Public Limited Company Act B.E. 2535 (1992), and Article 41 of the Company's Articles of Association, it requires that the Company must appropriate part of its annual net profits to a legal reserve in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the retained loss

carried forwards (if any) until this reserve reaches the amount of not less than ten percent of the registered capital.

The Company has the policy to pay dividends at the rate of not exceeding 60 percent of the net profits of the separate financial statements under Section 115 of the Public Limited Company Act B.E. 2535 (1992), and Article 40 of the Company's Articles of Association, no dividends shall be paid otherwise than out of profits, and in the case where a company has incurred the accumulated loss, no dividends shall be paid. The dividends shall be distributed in accordance with the number of shares, with each share being accorded equal distribution, provided that payment of dividends must be upon approval by a meeting of shareholders.

According to the separate financial statements for the year 2024, the Company's net profit from operating results was 31,690,909.72 Baht, and the Company must appropriate 5 percent of net profit as a legal reserve in an amount of 1,584,545.49 Baht.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders for consideration and approval of the appropriation of profits for the 2024 operating results as legal reserves amounting to 1,584,545.49 Baht and for approval of the non-payment of dividends, as the Company intends to reserve funds for loan prepayment, which will reduce interest burden and maintain the Company's financial liquidity.

- Agenda 5.** **To consider and approve bonus payment for the year 2024 to the Board of Directors**
(Resolution: By not less than two-thirds of the total votes of shareholders attending the meeting)

Facts and Rationale

The Board of Directors agreed to propose to the Meeting of Shareholders for consideration and approval of the payment of the directors' bonus for the year 2024 in the amount not exceeding 1,000,000 Baht, whereby the Chairman of the Board is assigned to consider the allocation of bonus to the directors as appropriate. According to Section 90 of the Public Limited Company Act, and Article 25 of the Company's Articles of Association, it requires that the meeting of shareholders approves the payment of remuneration to the Board of Directors of the Company.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the meeting of shareholders for consider and approve the bonus payment for the year 2024 to the Board of Directors in the amount not exceeding 1,000,000 Bath, assigned to the Chairman of the Board to consider the allocation of the bonus to the Directors as appropriate.

- Agenda 6.** **To consider and approve the appointment of directors replacing those who retire by rotation**
(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

Pursuant to Section 71 of the Public Company Limited Act B.E. 2535 (1992), and Article 12 of the Company's Articles of Association, it requires that at least one-third of the number of directors shall retire from the position at every annual general meeting of shareholders, whereas the directors who have been longest in position shall be retired. The retired directors may be re-elected.

The Company's board of directors comprises a total of nine members. In this meeting, it has been determined that three of the directors will retire by rotation, as follows:

(1)	Mr. Pimol Srivikorn	Director
(2)	M.L. Walliwan Varavarn	Director
(3)	Mr. Pira Srivikorn	Director

The Company has no Nomination and Remuneration Committee. Therefore, the criteria for selecting individuals to be appointed as directors of the Company was not considered by the Nomination and Remuneration Committee. However, the Board of Directors jointly reviewed and proposed suitable candidates to the shareholders' meeting for consideration in accordance with the nomination process specified by the Board of Directors, the Board of Directors structure and the qualifications of all 3 directors in various aspects individually, and it was determined that their qualifications met with Public Limited Company Act and Securities and Exchange Act and other related laws (if any) and possessed the appropriate qualifications, knowledge, ability, experience, and performance as a director of the Company. Additionally, their past contributions to the company were beneficial, and none of the directors have any prohibited qualifications, operate any business, or hold shares in any companies completing the Company's operation.

The Company has allowed the shareholders to nominate a qualified person(s) to be elected as the director according to the nomination procedure via the Company's website from 1 November 2024 to 3 February 2025, which appeared that no shareholder had nominated any qualified persons to be elected as the Company's director.

Board's Opinion

The Board of Directors, excluding any interested directors in this agenda, has carefully considered, and deemed it appropriate to propose to the shareholders' meeting to approve the re-appointment of Mr. Pimol Srivikorn, M.L. Walliwan Varavarn, and Mr. Pira Srivikorn for another term because they have knowledge, capabilities, and experiences that suitable for the Company's business operations.

Profiles of the nominated directors in replacement of the directors who retire by rotation are as specified in Enclosure No.3.

Agenda 7. To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2025.

(Resolution: By not less than two-thirds of the total votes of shareholders attending the meeting)

Facts and Rationale

Pursuant to Section 90 of the Public Company Limited Act B.E. 2535 (1992), and Article 25 of the Company's Articles of Association, the payment of Directors' remuneration must be approved by the shareholders' meeting.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders for consideration and approval of the remuneration of the Board of Directors and the Audit Committee for the year 2025, which will be paid in the form of meeting allowance for the Board of Directors and monthly remuneration for the Audit Committee, at the same rate as 2024. The remunerations are considered from the responsibility and performance of the Board and the Audit Committee and the comparative data refer to other companies in the same industry with similar sizes and characteristics of business, in which found that the remunerations determined by the Company are close to the market average. Details are below:

Position	Meeting Allowance (Baht/Meeting)	Monthly Remuneration (Baht/Month)
Chairman of the Board	25,000	-
Directors (Not receiving a salary)	20,000	-
Chairman of the Audit Committee	-	20,000
Member of the Audit Committee	-	15,000

Comparison of Directors' Remuneration between 2025 and 2024

Position/Composition of Remuneration	Meeting Allowance (Baht/Meeting)		Monthly Remuneration (Baht/Month)	
	2025 (As proposed)	2024	2025 (As proposed)	2024
Chairman of the Board	25,000	25,000	-	-
Chairman of the Audit Committee	-	-	20,000	20,000
Directors	20,000	20,000	-	-
Member of the Audit Committee	-	-	15,000	15,000

For the determination of the remuneration, in addition to the meeting allowances, monthly remuneration, and bonuses of the Board of Directors and the Audit Committee of the Company as prescribed above, the Board of Directors and the Audit Committee of the Company will receive non-cash benefits, which are 3 company cars for executive directors, group life Insurance, and Directors & Officers Liability Insurance.

Agenda 8. To consider and approve the appointment of auditors, and their remuneration for the year 2025.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Facts and Rationale

In compliance with Section 120 of the Public Company Limited Act B.E. 2535 (1992) and Article 42 of the Company's Articles of Association, it requires that the Company's auditors and auditing fee shall be appointed and determined by shareholders of the company in the Annual General Meeting of Shareholders. Therefore, it is necessary for the Company to appoint the auditors for the fiscal year 2025 and determine their auditing fee.

Audit Committee's Opinion

The Board of Directors deemed it appropriate to propose that the Meeting of Shareholders appoint the auditors of Dharmniti Auditing Co., Ltd. to be the Company's auditors for the year 2025, as such auditors are qualified as specified by the Office of the Securities and Exchange Commission while having expertise, experience, satisfied operating result, and reasonable remuneration according to the details as follows.

<u>Auditor Names</u>	<u>CPA No.</u>	<u>Years of auditing for the Company</u>
1. Ms. Sulalit Ardsawang	7517	4
2. Ms. Nannaphat Wannasomboon	7793	0
3. Mr. Peradate Pongsathainsak	4752	0
4. Ms. Soraya Tintasuwan	8658	0

Whereby, any of the above-mentioned auditors shall be authorized to audit, perform and set his/her signature in the Company's audit report, and to consider the fixing of the remuneration of the auditors in the amount not exceeding 3,550,000 Baht, which the auditing fee increased from the year 2024 amounting to 150,000 Baht equivalent to 4.41%.

Comparison of auditors' remuneration

Remuneration	Audit period 2025 (As proposed) (Baht)	Audit period 2024 (Baht)
1. Auditing fees	3,550,000	3,400,000
2. Other expenses	Actual expenses	Actual expenses

Dharmniti Auditing Co., Ltd. and the auditors proposed as auditors of the Company have no relationship or any interest with the Company, management, or related persons in such a way which may have an impact on performing their task independently.

Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders consideration and approval of the appointment of Ms. Sulalit Ardsawang, Certified Public Accountant No. 7517 and/or Ms. Nannaphat Wannasomboon, Certified Public Accountant No. 7793 and/or Mr. Peradate Pongsathainsak, Certified Public Accountant No. 4752 and/or Ms. Soraya Tintasuwan, Certified Public Accountant No. 8658, the auditors of Dharmniti Auditing Co., Ltd., as the Company's auditors for the year 2025 since such auditors are qualified as specified by the Office of the Securities and Exchange Commission, while having expertise, experience, and reasonable remuneration, and fix their remuneration in the amount not exceeding 3,550,000 Baht, which the auditing fee increased from the year 2024 amounting to 150,000 Baht equivalent to 4.41%, which includes with the fees of the entire group of companies that use the same auditor, the increase of audit fees amounts to 0.16% in total.

The subsidiaries under the Surface Materials Business Group (TCM Surface) and the Automotive Carpets and Upholstery Business Group (TCM Automotive) hire certified public accountants from Dharmniti Auditing Co., Ltd., the same audit firm as the Company's auditors. However, the Furniture Business Group (TCM Living) hires certified public accountants in the United Kingdom. This arrangement has been considered and approved by the Company's Board of Directors and Dharmniti auditors, deemed that the auditors are capable of preparing financial statements in compliance with the Company's required financial reporting standards. The Board of Directors shall ensure that the Company and all of its subsidiaries prepare financial statements with accuracy and comprehensiveness in a timely manner.

Agenda 9 Other business (if any)

In compliance with the Principle of Good Corporate Governance, the Company will not consider any other matters other than the agendas specified in the Invitation. Instead, the Company will provide opportunities for the shareholders to raise their opinions or questions related to the agendas proposed by the Company to the shareholders for consideration and approval as set out above.

The Company cordially invites you to attend the forthcoming Annual General Meeting of Shareholders on April 29, 2025, which will be conducted via electronic media (E-AGM). The specific date, time, and venue of the meeting have been duly communicated as above. Please be informed that registration for the IR PLUS AGM application will commence at 1.00 p.m. on the day of the meeting.

Shareholders, as well as those who wish to appoint a proxy to attend the 2025 Annual General Meeting of Shareholders via electronic media (E-AGM) must prepare a registration form and supplementary documents as specified in Enclosure no. 6 to verify identity via the IR PLUS AGM application from the date of receiving the meeting invitation, until 28 April 2025. (Please study the procedures in order to attend the 2025 Annual General Meeting of Shareholders through electronic media (E-AGM) from Enclosure no.8)

If any shareholder is unable to attend the 2025 Annual General Meeting of Shareholders through electronic media (E-AGM), they may appoint the Company's independent director to participate in the meeting and vote on their behalf, by scanning or taking the completed Proxy Form and send them via E-mail to ir@tcm-corporation.com or by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bangkoki Sub-district, Huaykwang District, Bangkok 10310, by Friday, 25 April 2025.

The Company hereby prepares a Proxy Form B, which clearly specifies certain items and authority to be delegated to the proxy (Enclosure No.10). Please check the box in front of the name of the person you wish to appoint as your proxy to attend the meeting and vote on your behalf and sign your name on the proxy form. In addition, there is also a general proxy form A (Enclosure No.9), which is simple and uncomplicated, and Proxy Form C (Enclosure No.11), which is exclusively used only in the case where the shareholder is a foreign investor and appoint a custodian in Thailand to be a share depository and keeper. Only one type of Proxy Form is requested, as specified.

The Company has adopted the e-Proxy Voting service provided by the Thailand Securities Depository Company Limited (TSD) to facilitate and enhance the shareholders' voting rights. This service also helps to reduce time, paper usage, and greenhouse gas emissions. All shareholders can further study more details relating to the e-Proxy Voting service at <https://www.set.or.th/th/tsd/services/investors/eservices/e-proxy-voting>.

Besides, the Company invites shareholders to submit questions relating to the meeting agenda in advance by requesting shareholders to submit questions including shareholder name/ shares registration number/ available telephone number and others (if any) via E-mail to ir@tcm-corporation.com or by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bangkoki Sub-district, Huaykwang District, Bangkok 10310, by Friday, 25 April 2025.

The Company provided an opportunity for minor shareholders to exercise their right to propose an agenda for the 2025 Annual General Meeting of Shareholders in advance from

1 November 2024 to 3 February 2025, in order to support good governance practice. The Company published the rules in relation to this on its websites and submitted the news to the Thailand Stock Exchange. However, no shareholders proposed an agenda for the meeting.

The Company has fixed 18 March 2025 as the record date for determining the names of shareholders who are entitled to attend the 2025 Annual General Meeting of Shareholders.

By resolution of the Board of Directors

- Signed -

(Miss Piyaporn Phanachet)
Chief Executive Officer

Remark: The Company has disseminated the Notice of the Shareholders Meeting together with all related documents, which are the same version as sent to the Shareholders, on the Company's website: www.tcm-corporation.com.

- Translation -

TCM Corporation Public Company Limited
Minutes of the 2024 Annual General Meeting of Shareholders

Time and Place

The Meeting was held on 26th April 2024 at 10:00 a.m. only via electronic media relaying from TCM Corporation Public Company Limited through the IR PLUS AGM Web application and Mobile application. The Company recorded the meeting in video form.

Meeting Commenced

Miss Manunya Thitinuntawan, the Company's legal advisor, provided a welcome speech for the 2024 Annual General Meeting of Shareholders and declared to the Meeting that the Company had specified the list of shareholders eligible to attend the 2024 Annual General Meeting of Shareholders on 15th March 2024 (Record Date).

In the 2024 Annual General Meeting of Shareholders, there were 38 shareholders of the Company attending the meeting both in person and by proxy, totaling 383,661,996 shares that accounted for 50.27% of the Company's total issued shares, totaling 763,201,125 shares, thereby constituting a quorum under the Articles of Association of the Company, which stipulates that there must be at least 25 shareholders including proxies attending the meeting and holding shares in aggregate of not less than one-third of the total number of shares sold by the Company.

In this regard, there were additional shareholders attending the meeting after the meeting had started, resulting in the number of shareholders attending the meeting increasing from the beginning of the meeting to a total of 41 persons, totaling 388,787,097 shares from the total number of shares sold by the Company of 763,201,125 shares that accounted for 50.94% of the Company's total issued shares. The Company has adjusted the number of votes of shareholders attending the meeting in each agenda item to be consistent with reality and follow the principles of good corporate governance.

Before the Meeting Commenced, the moderator introduced the Company's Board of Directors, who attended the Meeting in person to the Meeting as follows:

Directors attending the Meeting on the panel:

- | | |
|------------------------------------|--|
| 1. Miss Piyaporn Phanachet | Director, Chairman of the Risk Management Committee, and Chief Executive Officer |
| 2. Mrs. Duangjai Lorlertwit | Independent Director and Audit Committee |
| 3. Mr. Sumate Suwanvongkij | Independent Director |
| 4. Mrs. Nopphaporn Aphiwatthanakul | Director, Risk Management Committee, Financial Management Committee, and Company's Secretary |

Directors attending the Meeting via the Electronics channel:

- | | |
|----------------------------|---|
| 1. Mr. Pimol Srivikorn | Chairman of the Board of Directors and Chairman of the Board of Executive Directors |
| 2. Mr. Soravis Krairiksh | Independent Director and Chairman of the Audit Committee |
| 3. M.L. Walliwan Varavarn | Executive Director |
| 4. Mr. Suvitcha Nativivat | Independent Director and Audit Committee |
| 5. Mr. Isareit Chirathivat | Independent Director |

The Directors who attended the meeting represented 100% of all Company's Directors

In addition to the sub-committees mentioned above, The Company has no other sub-committees.

Director's absence from the meeting was listed as follows:

-None-

Other Attendees:

- | | |
|-------------------------------|---|
| 1. Ms. Sulalit Ardsawang | Auditor of Dharmniti Auditing Co., Ltd |
| 2. Ms. Thanakorn Buangam | Auditor of Dharmniti Auditing Co., Ltd |
| 3. Miss Manunya Thitinuntawan | Legal Consultant from Manunya & Associates Ltd. |

Mr. Pimol Srivikorn, the Chairman of the Board, presided over the Meeting and declared the 2024 Annual General Meeting of Shareholders open. Before the Meeting commenced, the Chairman assigned Miss Manunya Thitinuntawan, the Legal Consultant, to conduct the Meeting and verify the voting and the vote-counting results according to the law and the Company's Articles of Association.

Miss Manunya Thitinuntawan, the Legal Consultant, clarified the method for conducting the Meeting and the procedures for casting votes as follows:

1. In the Meeting, the matters would be considered in the order of the agenda in the invitation letter by proposing the information for each agenda and providing the opportunity for the shareholders to ask questions before casting their votes. In the event that shareholders or proxies wish to ask questions or express opinions, questions may be posed via text messaging. The inquiry menu will be indicated by a question mark (?) at the conclusion of each balloting session, or should shareholders wish to inquire through video calls, the inquiry menu will be denoted by a headphone icon situated at the top right corner of the screen in the IR Plus AGM Web Application and Mobile Application. The Company asks for your cooperation in submitting questions only during the period that the Company allows for inquiries and asks the shareholders to submit questions related to the meeting agenda, and the Company will answer questions according to that agenda. As for the questions that are not related to any agenda, the Company will answer on other agendas.

2. After the inquiry on each agenda ends, the Company opens the voting. Shareholders can access the agenda menu of the IR Plus AGM Web Application and Mobile Application to vote.

The system will display a message box when the shareholders have already chosen to vote. Therefore, the shareholder must press the button to confirm the vote. Details on how to vote are in the manual sent to the shareholders, together with the invitation letter.

3. Shareholders could change their vote anytime until the voting system closed for collecting votes. After the voting system close, the shareholders could not return to vote on that agenda.

4. Each shareholder shall have one vote for each share. Any shareholder who had a particular interest in any agenda would not have the right to vote on that agenda.

5. In the vote counting for Agenda 3 (To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2023), Agenda 4 (To consider and approve the appropriation of profit from the operating result of the fiscal year 2023 and the non-payment of dividend to shareholders), Agenda 6 (To consider and approve the appointment of directors replacing those retire by rotation), and Agenda 8 (To consider and approve the appointment of auditors, and their remuneration for the year 2024), shall be approved by a majority of the total shares of all shareholders attending the meeting and casting their votes. Agenda 5 (To consider and approve bonus payment of 2023 to

the Board of Directors) and Agenda 7 (To consider and approve the director's remuneration for 2024) shall be approved by two-thirds of the total shares held by the shareholders attending the meeting

The Company would deduct disapproval and abstention votes from the total votes at the meeting. The remaining votes would be considered votes to agree on that agenda. If no one had expressed an objection or opinion, the meeting would be deemed or unanimously approved.

The shareholders who granted proxies attended the meeting on their behalf and voted on the proxy form. The Company recorded the votes as specified in the proxy form.

The Company provided an opportunity for shareholders to propose inquiries in advance. However, no shareholder submitted inquiries in advance.

After clarifying the meeting and voting procedures, Miss Manunya Thitinuntawan, the Legal Consultant, proposed the meeting agendas and explained the details instead of the Chairman according to agenda items as follows:

Agenda 1. To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders

Miss Manunya Thitinuntawan, the Legal Consultant, declared to the Meeting that the Company held the 2023 Annual General Meeting of Shareholders on 27th April 2023. A copy of the minutes was submitted to the Stock Exchange of Thailand within the prescribed period stipulated by law and uploaded on the Company's website to be disclosed to shareholders and general investors. It appeared that no one objected or requested an amendment.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry or opinion, Miss Manunya Thitinuntawan then proposed the Meeting to acknowledge the Minutes of the 2023 Annual General Meeting of Shareholders. The details were shown in a copy of the Minutes of the 2023 Annual General Meeting of Shareholders, which had been sent to the shareholders together with the invitation letter as shown in Enclosure No.1.

Resolution: The Meeting considered and acknowledged the minutes of the 2023 Annual General Meeting of Shareholders as proposed.

Agenda 2. To acknowledge the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report).

Miss Piyaporn Phanachet, on behalf of the Board of Directors, reported the operating results of the past year, including the following significant matters.

1. The company's business overview and operating results in 2023 are compared to those in the previous year, including the business management plan and operational strategy for 2024.
2. Summary of operating results for 2023, separated by businesses, including TCM Living, TCM Surface, and TCM Automotive, and compared to the operating results in the previous year.

The Company has joined Collective Action Against Corruption, or CAC, and has signed a declaration of intent against corruption since 3rd September 2014. Thailand's Private Sector Collective Action Coalition Against Corruption Committee (Recertification) certified the company for the second member renewal in 2022. In addition, there were no reports or complaints about corruption in the past year, 2023.

Shareholders are encouraged to access the Company's website, www.tcm-corporation.com, specifically the Investor Relations page. Detailed information, including the management discussion and analysis for the 2023 operating results, which contains a comprehensive overview of the Company's performance and details regarding significant changes, has been included in the 56-1 One Report.

After the declaration, the shareholders were invited to make inquiries or express opinions.

There was a question from a shareholder, and the Board of Directors answered the following question:

Shareholder Mr. Chet Mueansom, who attended the meeting in person, asked: In 2022, the Company had implemented a lean organizational structure. Why did the operating result not recover significantly in 2023?

Director Miss Piyaporn Phanachet, Chief Executive Officer, expressed her gratitude to the shareholders and highlighted that in 2022, the Company implemented a lean organizational structure by targeting the TCM Surface group, which has been implemented since 2021. TCM Living was implemented last year, given that one out of the original three factories has been closed to combine production capacity to be ready for the economy that is expected to slow down. However, the economic situation in England is more severe than we expected. Therefore, sales of the business group have not yet fully recovered. Sales of sofas in the UK increased exponentially during COVID-19 since people needed to spend all their time at home, so they decorated their homes more. During that period, it was impossible to have a lean organizational structure in the production part because we had to solve the supply chain problem, which was a global problem, importing raw materials and delivering goods on time. As a result, we have recently implemented a lean organizational structure for the UK business group in the past year. The TCM Surface group has already developed a fully lean organizational structure. Thus, it still needs more time for the business to recover fully.

When it appeared that no one asked questions or offered additional opinions, the Meeting was proposed to consider and acknowledge the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report).

Resolution The Meeting considered and acknowledged the report on the Company's operating results for the year 2023 and the Annual Report (Form 56-1 One Report) as proposed.

Agenda 3. To consider and approve the audited statement of financial position and statements of comprehensive income of the fiscal year ended 31 December 2023.

Mrs. Nopphaporn Aphiwatthanakul clarified that the Company had proposed the meeting to consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31st December 2023, which were audited by the auditors and verified by the Audit Committee. Details appeared in the Annual Report, which had been sent to the shareholders together with the invitation letter, with significant information as follows:

In 2023

Statement of Comprehensive Income

Total revenue	8,032.17	million Baht
Revenue from Sales and Services	8,006.32	million Baht
Other Incomes	25.89	million Baht
Total net profit	81.62	million Baht

Statement of Financial Position

Total assets	7,763.09	million Baht
Total liabilities	5,102.84	million Baht
Shareholders' equity	2,660.25	million Baht

For further details, shareholders are advised to refer to the Company's financial statements available in Form 56-1 One-Report 2023, which have already been sent to shareholders as a QR code.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry or opinion, Miss Manunya Thitinuntawan proposed that the Meeting consider and approve the audited financial position statement and comprehensive income statement for the fiscal year ended 31 December 2023. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application system and Mobile Application.

Resolution The Meeting considered and unanimously approved the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31st December 2023, with the following votes:

Resolution	Votes	%
Approved	388,787,097	100.00000
Disapproved	0	0
Abstained	0	
Total	388,787,097	100.00000

Agenda 4. To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of the year ended 31 December 2023.

Miss Piyaporn Phanachet clarified to the Meeting that according to the Company's operating results for the fiscal year ended 31st December 2023, which were derived from the separate financial statements for the fiscal year ended 31st December 2023, which had been audited by the auditors, the company had a net profit of 39,953,033.02 Baht and retained earnings ending 31st December 2023 in the amount of 1,004,046,833.51 Baht.

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the appropriation of profit as legal reserves in the amount of 1,997,651.65 Baht and approve the non-payment of dividends. The company intends to keep cash reserves for loan prepayment, reducing the interest burden and maintaining financial liquidity. Then, the Meeting was proposed to consider and approve the non-payment of dividends for 2023.

After the declaration, the shareholders were invited to make inquiries or express opinions.

There was a question from a shareholder, and the Board of Directors answered the following question:

Shareholder Mr. Chet Mueansom, a shareholder who attended the meeting in person, proposed that: He has held the Company's shares for many years but has not received any dividends, and the share price has decreased. Therefore, he would like to propose the Company pay some dividends, at least in the form of stock dividends, which is better than nothing, to encourage the Company's shareholders since the Company still has cash and retained earnings.

Director Miss Piyaporn Phanachet, Chief Executive Officer, expressed her gratitude to the shareholders and highlighted that The Company understood the situation of shareholders. Still, the Company remains concerned about the market and economic situation of the UK business, which is a sizable proportion of the group. Thus, the Company has to manage risk appropriately. Also,

there are still interests on loans to be paid from two business groups, 100 million baht each. However, the Company will consider the shareholders' proposal.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed the Meeting to consider and approve the appropriation of profit from the operating result of the fiscal year 2023 and the non-payment of dividends. Due to the Company intends to keep cash reserves for loan repayment, which will reduce the interest burden and maintain financial liquidity. The shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and approved the appropriation of profit from the operating result of the fiscal year 2023 and the non-payment of dividends by the majority of the votes from the shareholders present and exercised their voting rights with the following details:

Resolution	Votes	%
Approved	383,021,097	98.5169
Disapproved	5,766,000	1.483
Abstained	0	
Total	388,787,097	100.00000

Agenda 5. To consider and approve bonus payments for the year 2023 to the Board of Directors.

Miss Piyaporn Phanachet declared to the Meeting that according to the Public Limited Companies Act, Section 90 and the Company's Articles of Association Clause 25, requires that the Shareholders' Meeting must approve the payment of remuneration to the Board of Directors of the Company. Therefore, the Board of Directors deemed it appropriate to propose to the Meeting to consider and approve bonus payment for the year 2023 to the Board of Directors in the amount of not exceeding 1,000,000 Baht by assigned to the Chairperson of the Board to consider allocating bonus to the Directors as appropriate.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry or opinion, Miss Manunya Thitinuntawan proposed that the meeting consider and approve bonus payments to the Board of Directors for the year 2023 according to the details as proposed. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and unanimously approved the bonus payment for the year 2023 to the Board of Directors in the amount of not exceeding 1,000,000 Baht by assigning the Chairperson to consider allocating the bonus to each director as appropriate, with the following votes:

Resolution	Votes	%
Approved	388,787,097	100.00000
Disapproved	0	0
Abstained	0	0
Total	388,787,097	100.00000

Agenda 6. To consider and approve the appointment of directors replacing those who retire by rotation

Miss Manunya Thitinuntawan declared to the Meeting that under the Public Company Limited Act B.E. 2535 (1992), Section 71 and the Company's Articles of Association, Clause 12 states that at least one-third of the number of directors shall vacate office at every Annual General Meeting of Shareholders, whereas the directors who have been longest in office shall vacate office on a rotation basis. However, the retired directors may be re-elected.

At the 2024 Annual General Meeting of Shareholders, the Company had a total of nine directors. Therefore, three directors were scheduled to retire at this meeting. The retiring directors are as follows:

- | | |
|-----------------------------|----------------------|
| 1. Mr. Soravis Krairiksh | Independent Director |
| 2. Mr. Suvitcha Nativivat | Independent Director |
| 3. Mrs. Duangjai Lorlertwit | Independent Director |

The criteria and procedure for nominating persons to take the Company's director position had not been approved by the Nomination and Remuneration Committee since the Company had not appointed the Nomination and Remuneration Committee yet. Thus, the Board of Directors jointly considered and nominated the appropriate persons for the Shareholder's Meeting to consider by considering the Board structure and their qualifications in various fields individually, which decided that those three directors who would retire on a rotation basis possess appropriate qualifications, knowledge, competence, and experience. Their performance proved to be beneficial to the Company. Also, they were not prohibited by any manifestation and did not carry out any business or hold shares in any firm competing with the Company.

The Company had allowed the shareholders to nominate qualified persons to be elected as the directors according to the nomination procedure posted on the Company's website from 1st November 2023 to 1st February 2024, which appeared that no shareholder had nominated any qualified persons to be elected as the Company's director.

The Board of Directors, excluding any interested directors on this agenda, had carefully considered and deemed it appropriate to propose to the shareholders' meeting to approve the re-appointment of Mr. Soravis Krairiksh, Mr. Suvitcha Nativivat and Mrs. Duangjai Lorlertwit for another term due to the fact that the said persons had knowledge, ability, and experience that were suitable for the Company's business operations. In addition, the Board of Directors approved the appointment of Mr. Soravis Krairiksh, Mr. Suvitcha Nativivat, and Mrs. Duangjai Lorlertwit to the position of independent director of the Company. The appointment satisfied the qualifications mandated by law concerning independent directors, and the Board of Directors has duly recognized their ability to provide independent opinions.

Profiles of the nominated directors in replacement of the directors who retire by rotation are as specified, and the qualifications of the independent director are under the regulations prescribed by the Capital Market Supervisory Board.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed that the Meeting consider and approve directors' appointments to replace those who retire by rotation individually. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution The Meeting considered and approved as follows:

1. The re-appointment of Mr. Soravis Krairiksh, who retired by rotation to resume his directorships for another term and be appointed as an Independent Director, be approved by the majority votes of shareholders attending the meeting and casting their votes as per the following details:

Resolution	Votes	%
Approved	388,786,597	99.9999
Disapproved	500	0.0001
Abstained	0	
<i>Total</i>	388,787,097	100.00000

2. The re-appointment of Mr. Suvitcha Nativivat, who retired by rotation to resume his directorships for another term and be appointed as an Independent Director, be approved by the majority votes of shareholders attending the meeting and casting their votes as per the following details:

Resolution	Votes	%
Approved	388,786,597	99.9999
Disapproved	500	0.0001
Abstained	0	
<i>Total</i>	388,787,097	100.00000

3. The re-appointment of Mrs. Duangjai Lorlertwit, who retired by rotation to resume her directorships for another term and be appointed as an Independent Director, be unanimously approved with the votes as per the following details:

Resolution	Votes	%
Approved	388,787,097	100.00000
Disapproved	0	0
Abstained	0	
<i>Total</i>	388,787,097	100.00000

Therefore, there were 9 members of the Board of Directors as follows:

1. Mr. Pimol Srivikorn Chairman of the Board of Directors and Chairman of the Board of Executive Directors
2. Mr. Soravis Krairiksh Independent Director and Chairman of the Audit Committee
3. Mrs. Duangjai Lorlertwit Independent Director and Audit Committee
4. Mr. Suvitcha Nativivat Independent Director and Audit Committee
5. Mr. Isareit Chirathivat Independent Director
6. Mr. Sumate Suwanvongkij Independent Director

- | | |
|------------------------------------|--------------------------------------|
| 7. Miss Piyaporn Phanachet | Director and Chief Executive Officer |
| 8. M.L. Walliwan Varavarn | Executive Director |
| 9. Mrs. Nopphaporn Aphiwatthanakul | Executive Director |

Agenda 7. To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2024.

Miss Piyaporn Phanachet declared to the Meeting that the Board of Directors had considered directors' remuneration for 2024 based on their responsibilities, performance, and comparative information referring to other companies in the same industry, which were similar in business size and nature. It found that the remuneration for directors determined by the Company was close to the market average.

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the determination of the Board of Directors and the Audit Committee's remuneration for the year 2024, which will be paid in the form of meeting allowance for the Board of Directors at the same rate as 2023 and monthly remuneration for the Chairman of the Audit Committee and Audit Committee, which will be increased from the year 2023 at 5,000 Baht/month. Details are below:

Position	Meeting Allowance (Baht/Meeting)	Monthly Remuneration (Baht/Month)
Chairman of the Board	25,000	-
Directors (who do not receive monthly remuneration)	20,000	-
Chairman of the Audit Committee	-	20,000
Member of the Audit Committee	-	15,000

Comparison of the remuneration of the Board of Directors for the years 2024 and 2023.

Position/Composition of Remuneration	Meeting Allowance (Baht/Meeting)		Monthly Remuneration (Baht/Month)	
	2024 (As proposed)	2023	2024 (As proposed)	2023
Chairman of the Board	25,000	25,000	-	-
Chairman of the Audit Committee	-	-	20,000	15,000
Director	20,000	20,000	-	-
Member of the Audit Committee	-	-	15,000	10,000

Apart from the cash remuneration, the Board of Directors and the Company's Audit Committee received allowances for meetings, monthly remuneration, and bonuses, as previously mentioned. The Company also provides non-monetary remuneration. This includes the provision of 2 executive cars, group life insurance, and liability insurance for Directors and Executives.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry or opinion, Miss Manunya Thitinuntawan proposed that the meeting consider and approve the director's remuneration for 2024. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution: The Meeting considered and unanimously approved the director's remuneration for the year 2024 as proposed, with the following votes:

Resolution	Votes	%
Approved	388,787,097	100.00000
Disapproved	0	0
Abstained	0	0
<i>Total</i>	388,787,097	100.00000

Agenda 8. To consider and approve the appointment of auditors and their remuneration for the year 2024.

Mrs. Nopphaporn Aphiwatthanakul clarified to the Meeting that the Audit Committee Meeting had considered the qualifications of the Company's auditors by considering the experience, performance, independence of auditors, and audit remuneration and deemed it appropriate to appoint the auditors of Dharmniti Auditing Company Limited to be the Company's auditors for the year 2024 according to the following list:

- | | |
|--------------------------------|-----------------|
| 1. Miss Sulalit Ardsawang | CPA No. 7517 or |
| 2. Miss Nannaphat Wannasomboon | CPA No. 7793 or |
| 3. Mr. Peradate Pongsathiansak | CPA No. 4752 or |
| 4. Miss Soraya Tintasuwan | CPA No. 8658 |

Any of them shall be authorized to perform the audit and express an opinion on the Company's financial statements. In the event that the aforementioned certified auditors are unable to perform their duties, Dharmniti Auditing Co., Ltd. shall procure other certified auditors to act on their behalf. Then, it was proposed to determine the auditors' remuneration for auditing separate financial statements in an amount not exceeding 3,400,000 Baht, an increase in the audit remuneration from 2023 in the amount of 95,000 Baht, equivalent to 2.87%.

After the declaration, the shareholders were invited to make inquiries or express opinions.

Since there was no inquiry nor opinion, Miss Manunya Thitinuntawan proposed the Meeting to consider and approve the auditors' appointment and their remuneration for the year 2024. Shareholders and proxies attending the Meeting shall vote through the IR Plus AGM Web Application and Mobile Application.

Resolution: The Meeting considered and unanimously approved the appointment of Miss Sulalit Ardsawang, Certified Public Accountant No. 7517, and/or Miss Nannaphat Wannasomboon, Certified Public Accountant No. 7793 and/or Mr. Peradate Pongsathiansak, Certified Public Accountant No. 4752 and/or Miss Soraya Tintasuwan, Certified Public Accountant No. 8658, the auditors of Dharmniti Auditing Co., Ltd., as the Company's auditors for the year 2024 since such auditors were qualified as specified by the Office of the Securities and Exchange Commission, also had expertise, experience and reasonable remuneration and fixed their remuneration in the amount not exceeding 3,400,000, Baht which is an increase in the audit remuneration from 2023 in the amount of 95,000 Baht, equivalent to 2.87% with the following votes:

Resolution	Votes	%
Approved	388,787,097	100.00000
Disapproved	0	0
Abstained	0	
<i>Total</i>	388,787,097	100.00000

Agenda 9. Other business (if any)

TCMC's Director addressed the issues and inquiries raised by shareholders during the Q&A session as follows

Shareholder Miss Rossarin Lertleunkaew, a proxy from the Thai Investors Association, proposed that The Thai Investors Association had a policy recommending that companies listed on the Stock Exchange of Thailand hold both general and extraordinary shareholder meetings through an On-site Meeting and Online Meetings simultaneously (or Hybrid Meeting). This approach facilitated convenient communication and interaction between Shareholders, Executives, and the Board of Directors. The policy aligned with the circular letter of the Office of the Securities and Exchange Commission No. S.E.C. NorRor. (W) 2/2567 re: Request for cooperation regarding convening shareholder meetings, dated 10 January 2024. Therefore, the Thai Investors Association proposed that the Company consider holding a Hybrid Meeting under its policy.

Director Miss Piyaporn Phanachet, Chief Executive Officer, responded that the Company would consider this suggestion at the next general meeting of shareholders.

Shareholder Mr. Thanadol Sirithanavanij, a shareholder who attended the meeting in person, raised a question as follows; -

- 1) How does the Company view the outlook of the Company in the UK? What is the Company's growth plan?
- 2) What is customers' feedback after purchasing the Company's furniture?
- 3) Have the Company's retail channels been increased or decreased recently? Are there many retailers who turn out to be manufacturers themselves?
- 4) How would you improve sales this year?
- 5) Has each brand of TCML faced any problem or opportunity?
- 6) The Annual report mentioned the export of TCM Living's product. How is it going?
- 7) How has Mr. Andrew's leadership affected the company's operation during the past year?

- 8) How is TCMC investing in research and development to innovate its product offerings in the furniture and carpet business segments, and how do you anticipate this investment will contribute to long-term growth?
- 9) What do you consider to be TCMC's critical competitive advantages in the furniture and carpet industries, and how do you plan to sustain and strengthen these advantages over the long term?

Director

Miss Piyaporn Phanachet, Chief Executive Officer, thanked shareholders and answered each question as follows:

For questions 1 and 2, the overview of the economic impact was much more severe than in Thailand. An inflation rate of up to 11% affects the cost of living. Also, making people spend economically and lack confidence in investing. The overview looks similar to the first year of COVID. A graph shows interest rates that have increased since 1989, reaching up to 11% and starting to decrease in February - March this year, remaining at 4%, which rose from the base of 0.5%. An increase of 5-7% makes a difference. The real estate business also had problems. People stopped investing in buying houses. Real estate prices also fell. For a graph showing house prices, it can be seen that during COVID, more people moved to stay in their homes. Thus, house prices rose. At this time, the COVID situation was better. People stopped buying houses and decorating their homes. And many British people buy furniture in installments. After 5-6 years, when the installations were over, they replaced the sofa with a new one. Increasing interest rates affected the ability to purchase. In the UK, retailers provide loans to customers. Therefore, the higher the interest rates, the fewer people buy, which decreases profit. This puts pressure on them to make higher profits to compensate for lost revenue. Each store must try to find ways to reduce costs.

For questions 3 and 4, sales of most retail stores decreased according to market conditions. The number of stores capable of establishing their production facilities is not increasing. Setting up a factory is not easy. However, there is one customer of AMX, a large company with its own factory. Due to policy and owner changes, some orders are taken to be produced in the factory to make profits and compensate for the lost income from fewer orders. Therefore, there was no increase in the number of manufacturers. On the contrary, many manufacturers had to close down. After this period, our competitors will decrease. However, we will try to recover the trading business.

For questions 5, 6, and 7, Alstons and Ashley Manor, which produce furniture made in England, still do well despite decreased orders. Alstons, a well-regarded brand that has consistently won the Supplier of the Year award and is popular among retailers, continues to perform strongly. Ashley Manor is focused on continuous performance improvement. Mr. Andrew, the current Chief Executive Officer of the business group and leader of the Alstons Group, oversees this matter. The impact on the import business has already been reported. AMX is actively seeking new customers to create a new business base. There will be further improvements in sales strategies. Alexander and James, a high-end sofa brand, targets increased sales in Asia, a high-growth potential market. The company has already started to find new customers there since last year.

For questions 8 and 9, the competitiveness of each brand is different. However, the common point is that the Company focuses on building good customer relationships by better responding to customer needs. For example, Alstons has released a sustainable product collection. That is a market experiment and response to customers who want environmentally

friendly products. The Company continuously researches and develops products. However, this year, the focus will be on improving efficiency rather than releasing new innovative products.

For the advantages of the carpet business group, medium-term strategies have been emphasized in the past year. More investment was made in research and development, and new products, including acoustic panel products, were launched. Also, we cooperated with designers, researchers, educational institutions, and in-house to create various products to meet more customers' needs. We also emphasized being a design-driven company driven by superior design and quality products by using technology to help develop and respond to customers faster, better, and more satisfyingly. This will affect the business in the long run.

Shareholder Mr. Piboon Pasparnthong, who attended the meeting in person, asked the company to evaluate each business's trends. How many percent will the growth in 2024 be from 2023?

Director Miss Piyaporn Phanachet, Chief Executive Officer, answered questions as follows:

For business trends in 2024, TCM Living still faces many challenges from the market situation, and the overview will not focus on income but on profits. It is still a continuation of the overview from last year, focusing on profit growth rather than income. TCM Surface's total has grown by leaps and bounds in the previous year, especially in the profit section. The company expects to continue maintaining this level in percentage terms and tries to see more growth in the profit base. For TCM Living, because the market situation is not yet favorable, we will focus on improving efficiency and reorganizing the internal operation, which is expected that results will be seen this year. As well as, if the interest factor tends to decrease at the end of the year as expected, it will be more beneficial.

Director Mr. Pimol Srivikorn, Chairman of the Board, added that The Company has 3 business groups. The TCM Surface group grew very well, as seen from the operating results after the COVID period. The TCM Automotive group has a continuous and stable profit. Also, there is no interest burden. For the TCM Living group, due to the impact of macroeconomics, Khun Piyaporn has already mentioned that inflation and interest rates are increasing. There is also the issue of energy, which has higher costs, including the impact of the Russia-Ukraine problem, etc. Therefore, the company has already done and is still restructuring by downsizing the organization to suit the business. This has already been done for the TCM Surface business group. During COVID, the incoming orders dropped 70% because of a halt in traveling business. The company had to reduce the number of employees by 40-50% from 2,000 people to 1,100 people, which proved that it could recover well. It will also be applied to the TCM Living business. It is a macro problem affecting the entire industry, not just our organization. Therefore, the Company had to downsize its organization to accommodate the volume of orders. Consider turning a crisis into an opportunity to adjust our organization accordingly. The Company will continue to improve efficiency to achieve the same results as TCM Surface. And if it is as expected by many sources regarding the gradual reduction of interest rates in England at the end of the year until next year and the year after that. It will reduce the Company's interest burden. When interest rates decrease, the housing market will improve, and the demand for furniture will increase accordingly. Even though it seems like the Company is in a bit of a hiccup state, it is still considered the market leader in this industry. I have confidence that TCM Living can be revived.

Shareholder Mr. Thanadol Sirithanavanij, a shareholder who attended the meeting in person, asked: As the Company focuses more on efficiency, would this affect product quality? Is there a utilization rate figure for TCM Living's factories? And what are the trends?

Director Miss Piyaporn Phanachet, Chief Executive Officer, thanked the shareholders and explained that to improve efficiency, the company emphasizes that product quality must not be reduced and considers service matters as well. Primarily, the Company will focus on process modification, source of materials, labor, operational process, and equipment. If there is something that can be managed to be faster and better and it can reduce costs, the Company will proceed. The utilization rate is not stable at this time. It will depend on sales. However, the strategy will be aligned with TCM Surface, as Mr. Pimol Srivikorn mentioned previously.

After that, the meeting had no other matters to consider or make further inquiries. The Chairman then expressed appreciation to the shareholders who attended the Meeting and consistently supported the Company's business and adjourned the meeting at 11:37 a.m.

- Signed -

Signed _____ Chairman of the Meeting
(Mr. Pimol Srivikorn)

- Signed -

Signed _____ Company Secretary
(Mrs. Nopphaporn Aphiwatthanakul)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name: Mr. Pimol Srivikorn
Age: 60 years
Nationality: Thai
Address: 132/4 Soi Charoen Mit, Phra Khanong Nuea, Wattana, Bangkok, Thailand 10110
Educational qualification: Bachelor's Degree Business Administration, University of Pennsylvania, USA
 Master's Degree Business Administration, California University, USA
Director Accreditation Program: Director Accreditation Program (DAP), Class 154/2018
 Role of the Chairman Program (RCP), Class 51/2022
Work Experience:
 2017 – Present : Chairman – TCMC HK (2017), HK and subsidiaries
 2017 – Present : Chairman – Royal Thai Surface Co., Ltd. and subsidiaries
 2016 – Present : Chairman – TCM Living Limited, UK and subsidiaries
 2015 – Present : Chairman - Manor (2016) Holdings Limited, UK
 2015 – Present : Chairman - TCMC Furniture Limited, UK
 2010 – Present : Executive Director - Srivikorn Group Holding Co., Ltd.
 2007 – Present : President - Taekwondo Association of Thailand
 1989 – Present : Director - President Hotel and Tower Co., Ltd.
Current job position: Director/ Chairman of the Board of Director
Nature of the nominated Directorship: Director
Number of Years in Current Directorship: Hold the position from 29 April 2004 to 2024, a total of 20 years.
Attendance the Meeting in 2024: Participated in 7/7 Meetings
Being directors/executives in other businesses:

In any listed companies		In any non-listed companies	The position in any business that competes/engages in the Company's business
Number	Nature of the Directorship		
None	-	2 companies	None

Positions in any companies which may result in a conflict of interest with the Company

No position as a director/executive in such company.

Ownership of Company Securities

- A total of 171,000,000 shares, as of December 31, 2024

Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to

-None-

Family relationship with executives or major shareholders

The father of Mr. Pira Srivikorn

Relationship with the company/subsidiary/associated company or juristic person that may have conflicts (at present or in the past 2 years)

-None-

Being director involved in management, employees, staffs or consultants receiving a regular salary

-None-

Being professional service providers such as auditors or legal advisors

-None-

Significant business relationships may result in the inability to perform independently

-None-

(The proposed candidate has not held a position as director or management in other business which may create the conflict of interests against the Company)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name M.L. Walliwan Varavarn
Age 67 years
Nationality Thai
Address: 1056/3 Nakorn Chaisri Rd., Thanon Nakornchaisri, Dusit, Bangkok Thailand 10300
Educational qualification Master's degree in Finance, Massachusetts Institute of Technology, USA
 Bachelor's degree in Business Administration, Chulalongkorn University, Thailand
Director Accreditation Program Director Accreditation Program (DAP) Class 14/2004
 Director Certification Program (DCP) Class 76/2006
 Corporate Governance Executive Program (CGE) Class 14/2019
 Director Leadership Certification Program (DLCP) Class 8/2022

Work Experience

2019 - Present : Director – Rugby School Thailand
 2017 - Present : Director – Carpets International (Thailand) PCL.
 2016 - Present : Director - TCM Living Limited, UK
 2012 - Present : Director - President Hotel and Tower Co., Ltd.
 2010 - Present : Director - T.C.H. Suminoe Co., Ltd.
 2003 - Present : Director - Global Utilities Services Co., Ltd.
 2001 - Present : Director - Srivikorn Group Holding Co., Ltd.
Current job position Director
Nature of the nominated Directorship Director
Number of Years in Current Directorship Hold the position from 29 April 2003 to 2024, a total of 22 years.
Attendance the Meeting in 2024 Participated in 6/7 Meetings

Being directors/executives in other businesses:

In any listed companies		In any non-listed companies	The position in any business that competes/engages in the Company's business
Number	Nature of the Directorship		
None	-	4 Companies	None

Positions in any companies which may result in a conflict of interest with the Company

No position as a director/executive in such company

Ownership of Company Securities

-None-

Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to

-None-

Family relationship with executives or major shareholders

-None-

Relationship with the company/subsidiary/associated company or juristic person that may have conflicts (at present or in the past 2 years)

-None-

Being director involved in management, employees, staffs, or consultants receiving a regular salary

-None-

Being professional service providers such as auditors or legal advisors

-None-

Significant business relationships may result in the inability to perform independently

-None-

(The proposed candidate has not held a position as director or management in other business which may create the conflict of interests against the Company)

Profiles of the candidate directors nominated to replace the directors retiring by rotation

Name Mr. Pira Srivikorn
 Age 25 years
 Nationality Thai
 Address: 132/4 Soi Charoenmit, Phrakong Nue, Wattana, Bangkok
 Educational qualification Bachelor's Degree Economics, Wharton School, University of Pennsylvania, USA
 Director Accreditation Program Director Accreditation Program (DAP) Class 222/2024
 Work Experience
 2024 - Present: VP of Global Business Development - Ever Medical Technologies Company Limited
 2021 - 2023: Advisor - Boston Consulting Group
 Current job position Director
 Nature of the nominated Directorship Director
 Number of Years in Current Directorship Hold the position from 14 August 2024 to 2024, a total of 4 months
 Attendance the Meeting in 2025 Participated in 2 of 3 Meetings
 Being directors/executives in other businesses:

In any listed companies		In any non-listed companies	The position in any business that competes/engages in the Company's business
Number	Nature of the Directorship		
None	-	1 company	None

Positions in any companies which may result in a conflict of interest with the Company -None-

Ownership of Company Securities -None-

Direct and Indirect Interests in Any Business that the Company or Subsidiary is a Contractual Party to -None-

Family relationship with executives or major shareholders The Son of Prof. Pimol Srivikorn

Relationship with the company/subsidiary/associated company or juristic person that may have conflicts (at present or in the past 2 years) -None-

Being director involved in management, employees, staffs or consultants receiving a regular salary -None-

Being professional service providers such as auditors or legal advisors -None-

Significant business relationships may result in the inability to perform independently -None-

(The proposed candidate has not held a position as director or management in other business which may create the conflict of interests against the Company)

Definition of an Independent Director

The Company's definition of an independent director meets the minimum requirements of the SEC or the SET regarding shareholding in the Company, the requirement of no employment as the Company's employee, member of staff, advisor who receives a salary or controlling person, and the requirement relating to the absence of a business relationship. An independent director must have all the following qualifications:

1. Holding shares not exceeding one percent of the total number of shares with voting rights of the company, its parent company, subsidiary company, associate company, or any juristic entities of persons who may have conflicts, including shares held by related persons of such independent director;
2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, its parent company, subsidiary company, associate company, same-level subsidiary company, or any juristic entities that may have conflicts, unless the foregoing status has ended not less than two years prior to the date of the appointment as the company director;
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the company or its subsidiary company;
4. Neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts, in the manner which may interfere with his independent judgement, and neither being nor used to be a major shareholder, non-independent directors or executive of any person having a business relationship with the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts, unless the foregoing relationship has ended not less than two years prior to the date of the appointment as the company director;
5. Neither being nor used to be an auditor of the company, its parent company, subsidiary company, associate company, any juristic entities that may have conflicts, and not being a major shareholder, non-independent directors, executive or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts, unless the foregoing relationship has ended not less than two years prior to the date of the appointment as the company director;
6. Neither being nor used to be a professional services provider including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the company, its parent company, subsidiary company, associate company or any juristic entities that may have conflicts. In the event that the professional service provider is a juristic person, this includes being a major shareholder, non-independent directors , executive or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years prior to the date of the appointment as the company director;
7. Not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder of the company;
8. Not undertaking any business in the same nature and in competition to the business of the company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary company;
9. Not having any other characteristics which cause the inability to express independent opinions with regard to the company's business operations.

Company's Articles of Association relating to shareholders' meeting

1. Calling of the Shareholders Meeting.

Article 2 Within four months from the last day of the Company's financial period, the Board of Director shall call for an Ordinary Meeting of Shareholders.

Any other meeting thereafter shall be called the Extraordinary Meeting of Shareholders.

Article 5 To call a Meeting of Shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda, and matters to be proposed at the meeting, together with any other appropriate details, by specifying clearly that it is a matter to be proposed for acknowledgment, approval, or consideration, as the case may be, including the board of directors' opinion on those matters. Additionally, the notice must be sent to the shareholders and the Public Company Registrar at least seven (7) days before the meeting date. The notice must also be published in a newspaper or by electronic means, according to the rules and methods prescribed by law.

2. Quorum.

Article 6 At a Meeting of Shareholder, a quorum is said to be formed when at least twenty-five persons, being shareholders and proxies (if any), or at least half of all the shareholders representing at least one third of all the shares sold are present.

In the event that a quorum cannot be formed within one hour after the appointed time for the Meeting, such Meeting shall, if called for by the shareholders, be cancelled, if not called for by the shareholders, be postponed, and another invitation to attend the next Meeting shall be sent to the shareholders at least seven (7) days before the date of the next Meeting and at the time of the next Meeting a quorum need not be formed.

Article 7 The Board Chairman shall chair the Meeting of Shareholders. In the event that he is not present at the Meeting or unable to perform his duties, the Deputy Board Chairman shall chair the Meeting, if he is present; if he is neither present nor able to perform his duties, the shareholders at the Meeting shall elect one of their members to be the Chairman of the Meeting.

Article 9 A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The proxy form must be submitted to the Chairman of the Board, or the person designated by the Chairman at the meeting place before the proxy attends the meeting. The proxy form must be in the form prescribed by the registrar. The appointment if proxy may be performed by electronic media provided that the method shall be safe and reliable to be proven that the proxy is performed by such shareholders, and in accordance with the rules prescribed by the registrar.

3. Voting.

Article 8 The decision at the Meeting shall be made by majority vote, unless otherwise expressly indicated herein or enforced by the laws.

At the time of voting, irrespective of the method, one share shall have one voting right. The Shareholders who have vested interest in the matter being decided shall not be entitled to cast their votes, the exception being election of directors.

In case of a tie, the Chairman of the Meeting shall cast another vote as a ruling vote.

4. Agenda of the Meeting.

Article 3 At the Annual Ordinary Meeting of Shareholders, the agenda shall include the following items:

- (1) To endorse the report on the previous year's performance presented by the Board of Directors.
- (2) To endorse the balance sheet and the profit and loss statement.
- (3) To allocate profits.
- (4) To appoint new directors in place of those whose office terms have come to an end.
- (5) To appoint an auditor and fix his remuneration.
- (6) Other businesses.

5. **Election of Directors, Retired Directors by rotation and Remuneration of Directors.**

Article 10 The Company's Board of Directors shall be made up of five to twelve directors, half of which shall reside in the Kingdom of Thailand.

Article 11 At the time of electing directors, each shareholder shall be entitled to cast one vote for each share that he holds and cast all of his votes to elect one or many persons to become a director(s), but such votes cannot be divided for allocation to anyone at any extent; The persons of the number of directors to be appointed at any time who have obtained the most votes in descending order shall be appointed as directors. In case of a tie, the Chairman of the Meeting shall cast another vote as a casting vote.

Article 12 At every Annual Meeting, one third of the Directors on the Board shall vacate their office; if the number of all directors is not divisible by three, the number of directors vacating their office shall be the nearest to one third.

In the first and the second year after company registration the directors to leave their office shall be decided by a draw and thereafter the directors whose office terms are the longest shall vacate their office.

The directors who have vacated their office may be reelected.

Article 25 Directors shall be entitled to compensations in the form of salary, meeting allowance, allowance, reward, gratuity, bonus or any other benefits hereunder where the fixed amounts of or criteria for which shall be decided and set forth by the Meeting of Shareholders from time to time or the same may be effective all the time until changes are made; moreover, directors shall be entitled to other allowances and welfare according to the Company's regulations.

6. **Payment of Dividend and Allocation of the Profit.**

Article 40 The Company's financial year shall commence on January 1 and ends on December 31 of every year.

Dividend shall not be paid from any sum other than profit. In the event where the Company has accumulated loss, no dividend shall be paid.

Dividend shall be paid according to the number of shares and each share shall earn equal amount of dividend.

The Board of Directors may occasionally pay interim dividends to shareholders when the company has enough profits to do so. After payment of such dividend, a report shall be presented to the next Meeting of Shareholders.

Payment of dividends shall be made within one month from the date of the resolution of the Meeting of Shareholders or of the Board of Directors, as the case may be. A notice of dividend payment shall be served to shareholders and published in a newspaper or via electronic means, operating in accordance with the rules and methods prescribed by law.

Article 41 The Company shall allocate a certain amount of annual net profit to reserve. Such a reserve shall be at least 5% of the annual net profit less the accumulated loss (if any) until such reserve amounts to at least 10% of the registered capital.

The remaining amount of profit after payment of dividend may be allocated to reserves for any purposes deemed appropriate by the Board of Directors.

Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the 2025 Annual General Meeting of Shareholders.

For an Individual Person

1. A Thai Nationality.

- 1.1 The identification card of the shareholder or any card issued by governmental authorities or state enterprises.
- 1.2 In case of granting of Proxy, copies of identification card of the shareholder and proxy.

2. A Non-Thai Nationality.

- 2.1 The passport or personal alien document of the shareholder.
- 2.2 In case of granting of Proxy, a copy of passport or personal alien document of the shareholder and proxy.

For Juristic Person

1. A Juristic Person registered in Thailand.

- 1.1 Copy of affidavit issued by the Department of Business Development no longer than 60 days; and
- 1.2 Copies of identification card or passport or personal alien document of authorized director(s) signing in the Proxy Form and the proxy thereof.

2. A Juristic Person registered outside Thailand.

- 2.1 Company's affidavit; and
- 2.2 A copy of passport of the authorized director(s) signing in the Proxy Form and the identification card or passport of proxy.

A copy of the aforesaid documents is required to be certified true copy. In case of any documents or evidence executed outside Thailand, such documents or evidence are required to be notarized by a Notary Public.

Shareholders or proxies can register through the IR PLUS AGM application on 29 April 2025 from 1.00 p.m. onwards.

Remark

1. Shareholders who wish to attend the 2025 Annual General Meeting of Shareholders through electronic media (E-AGM), must prepare the registration form and supplementary documents as in Enclosure No. 6 **to verify the identity through the IR PLUS AGM web or mobile application from the date of receiving the meeting invitation until Monday, 28 April 2025.**

2. Shareholders who wish to appoint a proxy to attend the 2025 Annual General Meeting of Shareholders through electronic media (E-AGM) on their behalf, must prepare a registration form and supplementary documents as in Enclosure No. 6, together with the complete proxy form, the proxy evidence can be submitted in 3 channels as follows.

- 1) Confirm the proxy through the IR PLUS AGM web or mobile application.
- 2) Taking a picture or scanning all documents, then send them via E-mail to ir@tcm-corporation.com by specifying the e-mail and mobile phone number of the proxy. The Company will reply to confirm the identity of the proxy to the shareholders before the meeting date.
- 3) Send the documents by registered mail to Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road, Bang Kapi Sub-district, Huaykwang District, Bangkok 10310.

After passing the verification, proxies can verify their identity via the IR PLUS AGM web or mobile application from the date of approval until Monday, 28 April 2025

3. Shareholders who are **unable** to attend the 2025 Annual General Meeting of Shareholders through the electronic media (E-AGM) may appoint an independent director of the Company to participate in the meeting and vote on his/her behalf **by verifying the identity through the IR PLUS AGM web or mobile application and inform the details of a director who is appointed as proxies after received the invitation until Monday, 28 April 2025,** or scanning, or taking a picture of the proxy form with completed information, then send them via Email to ir@tcm-corporation.com or sending the original document via registered post to

Investor Relations Department, TCM Corporation Public Company Limited, No. 2054, New Petchburi Road,
Bangkapi Sub-district, Huaykwang District, Bangkok 10310, by Friday, 25 April 2025

Profiles of the independent directors proposed as proxies by the Company

Name and Surname : Mr. Soravis Krairiksh
Current Position : Independent Director and Chairman of the Audit Committee
Nationality : Thai
Age : 52 years
Address : 11/16 Bangna-Trad Road, Bang Phli Yai Subdistrict, Bang Phli District, Samut Prakan Province 10540
Education : Master in Finance, London Business School
 Bachelor in Economics, London School of Economics
Director Accreditation Program: Director Accreditation Program (DAP) Class 42/2005
 Advanced Audit Committee Program (AACP) Class 31/2018
Work Experience:
 2020 – Present: Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2015 – 2019: Deputy Managing Director, Investment Banking Group - Bualuang Securities PCL.
 2012 – 2018: Executive Vice President, Investment Banking Group - Bualuang Securities PCL.
 2009 – 2011: Senior Vice President - Bangkok Bank PCL.
 2007 – 2008: Senior Vice President - Bualuang Securities PCL.
 2004 – 2006: First Vice President - Bualuang Securities PCL
Meeting Attendance of the Past Year: Attended 7 of 7 of Board of Directors Meetings
 Attended 4 of 4 of Audit Committee Meetings
Period of Directorship: Hold the position from 29 November 2006 to 2024, a total of 19 years
Shareholding in the Company: at the date of 31 December 2024 - None
Shareholding for Spouse and Child in the Company: at the date of 31 December 2024 - None
Director in Other Listed Company : None
Other Position Substantially Related with the Company's Business : None
Interest in the Agenda Considered : None



Profiles of the independent directors proposed as proxies by the Company.

Name and Surname:	Mr. Suvitcha Nativivat	
Current Position:	Independent Director and Member of the Audit Committee	
Nationality:	Thai	
Age:	43 years	
Address:	877/105 Rama 9 Road, Suan Luang Subdistrict, Suan Luang District, Bangkok 10250	
Education:	Bachelor's degree in Laws, Chulalongkorn University, Thailand Bachelor's degree in Laws (Hons), University of London, UK Bachelor's degree in Business Administration, Sukhothai Thammathirat University, Thailand Master's degree in Laws, University of Pennsylvania Law School, USA	
Director Accreditation Program:	Director Certification Program (DCP) Class 188/2014 Advanced Audit Committee Program (AAP) Class 30/2018 Director Leadership Certification Program (DLCP) Class 1/2021 Role of the Chairman Program (RCP) Class 49/2022	
Work Experience:		
2016 – Present:	Managing Director - Vitaboost (Thailand) Co., Ltd.	
2015 – Present:	Director – Power Matic Co., Ltd.	
2014 – Present:	Director - N-Vest Venture Capital Co., Ltd.	
2011 – Present:	Partner - Bunchong and Vidhya Law Office Co., Ltd.	
2009 – Present:	Independent Director and Audit Committee Member - King Wai Life Insurance (Thailand) PCL. (Formerly Manulife Insurance (Thailand) PCL.)	
2010 – 2011:	Senior Associate - Timblich and Partners Co., Ltd.	
2008 – 2010:	Associate - Linklaters (Thailand) Co., Ltd.	
Meeting Attendance of the Past Year:	Attended 6 of 7 of Board of Directors Meetings Attended 3 of 4 of Audit Committee Meetings	
Period of Directorship:	Holding Positions since 29 April 2013 until 2024 for total 12 years	
Shareholding in the Company:	at the date of 31 December 2024 - None	
Shareholding for Spouse and Child in the Company:	at the date of 31 December 2024 - None	
Director in Other Listed Company:	None	
Other Position Substantially Related with the Company's Business:	None	
Interest in the Agenda Considered:	None	

Profiles of the independent directors proposed as proxies by the Company.

Name and Surname : Mrs. Duangjai Lorlertwit
Current Position : Independent Director and Member of the Audit Committee
Nationality : Thai
Age : 63 years
Address : 23 Soi Phibun Watthana Building, Rama 6 Road, Phayathai Subdistrict, Phayathai District, Bangkok 10400
Education : Bachelor of Communication Arts, Chulalongkorn University
Director Accreditation Program: Director Certification Program (DCP) Class 148/2011
 Advanced Audit Committee Program (AACP) Class 30/2018
 Director Leadership Certification Program (DLCP) Class 1/2021
 Subsidiary Governance Program (SGP) Class 5/2023
 Audit Committee Seminar 2024 hosted by EY



Work Experience :

2023 - Present: Independent Director and Audit Committee Member – The One Enterprise PCL.
 2018 – Present: Advisor – Stonehenge Inter PCL.
 2023 - 2024: Independent Director and Audit Committee Member – Srisawad Capital 1969 PCL.
 2018 – 2020: Director – GMM Studios International Co., Ltd.
 2017 – 2020: Director and Executive Director – GMM Channel Holding Co., Ltd. (Formerly GMM Channel Trading Co., Ltd.)
 2016 – 2020: Advisor to the Chairman – CAT Telecom PCL.
 2016 – 2019: Director – C Panel Co., Ltd.
 2006 – 2017: Partner – JD Partner Co., Ltd.
 2003 – 2005: Executive Vice President – MCOT PCL.
 2001 – 2003: Chief Operation Officer – Nation Broadcasting Corporation Co., Ltd. and Nation Radio Co., Ltd.
 1990 – 1999: Managing Director – Grammy Television Co., Ltd.
 1990 – 1999: Executive Director – Grammy Entertainment PCL.

Meeting Attendance of the Past Year : Attended 7 of 7 of Board of Directors Meetings
 Attended 4 of 4 of Audit Committee Meetings

Period of Directorship : Hold the position from 1 March 2018 to 2024, a total of 7 years

Shareholding in the Company : at the date of 31 December 2024 - None

Shareholding for Spouse and Child in the Company : at the end of 31 December 2024 - None

Director in Other Listed Company : None

Other Position Substantially Related with the Company's Business : None

Interest in the Agenda Considered : None

Procedures for attending the 2025 Annual General Meeting of Shareholders
through the Electronic Media (E-AGM)

1. The identity verification of shareholders and shareholders who wish to appoint a proxy to attend the meeting (Proxy holder)

The shareholders and shareholders wishing to grant a proxy to another person to attend the 2025 Annual General Meeting of Shareholders via electronic media (E-AGM) must submit a registration form and supplementary documents as in Enclosure No. 6 to verify identity following the steps as in Enclosure No. 8. The identity verification documents can be submitted from the date of receiving the letter of invitation until 28 April 2025.

2. Accessing the system or application to attend the meeting via electronic media (E-AGM)

- The shareholders can download IR Plus AGM application or using Web Application by visiting <https://webagm.irplus.in.th/> and study the instruction manual from QR Codes below.

		
Download Application IR Plus AGM via App Store (iOS Version 15 or above)	Download Application IR Plus AGM via Google Play store (Android Version 9 or above)	User manual for IR Plus AGM Application

Any questions or encounter any difficulties, please call (+66) (0)2 022 6200 ext. 2 or 626, between 9.00 a.m. and 5.30 p.m. (Bangkok time) Monday to Friday (except public holidays) or Add Line ID: @irplusagm



3. Submission questions in advance

Shareholders who wish to submit questions in advance may send the questions through the following channels:

Post: Investor Relations,
2054 New Petchburi Road, Bangkapi Subdistrict, Huaykwang District, Bangkok 10310
Email: ir@tcm-corporation.com
Phone: 02 318 3960 ext. 412

IR PLUS AGM

Electronic–Annual General Meeting (E-AGM)

1. Download and Install application “IR PLUS AGM”

From App Store (Support since iOS 15) and Google Play Store (Support since Android 9)



Or attend the meeting via the Web App “webagm.irplus.in.th” on Google without an application or program installed.

2. Identity verification process (KYC)

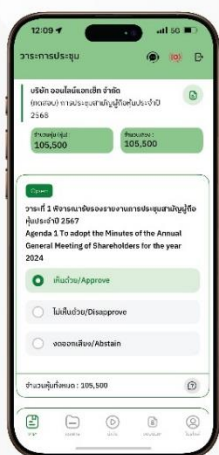
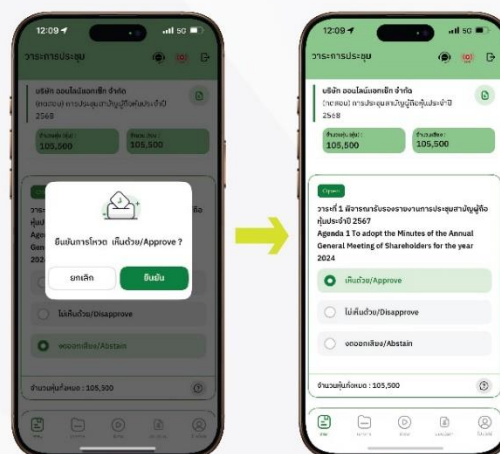
- Select the company you want to attend the meeting. And select the status of the user, then Login to access the system with the ID card number of the shareholders.
- Please insert personal data, upload your photo of the ID card, and then take a photograph of the shareholder holding the ID card for identity verification.
- Fill up the OTP received from the system via selected channels (text or e-mail)
- The system will notify the result of identity verification (KYC) as "Approve" or "Disapprove" In case of Disapprove, the shareholder must proceed with the KYC procedure again.
- Set up the Pin code for attend the meeting.



3. How to vote.

The system will Default vote "Agree" on every agenda that can change the vote result "Disagree" or "Abstain" Then press the bottom confirms to confirm. The system Will change the voting result immediately.

As shown in the picture.



4. Asking question, Text format and VDO Call format

🗣️ In case, Asking questions via VDO Call

Click 🗣️ that shown on your screen, then type the question.

Then wait for the staff will get back to you.

❓ In case, Asking questions via Text

Click ❓ that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

5. Other Menu

- 📄 : Document
- 🎥 : Media or VDO Presentation
- 👤 : Proxy *Incasse Provide proxy to independent directors only.
This must be completed 1 day prior the meeting date
- 👤 : Profile
- 🚪 : Log out ****When you confirm to log out the meeting
Your vote will eliminate from the vote base immediately.**
- 📺 : Live stream



If you encounter problems in the use please contact : IR PLUS AGM Call Center

Call : 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:00 p.m. Monday to Friday



Add Line id : @irplusagm

Or scan QR Code to report a problem using the system to get help quickly

Duty Stamp 20.- Baht

Form of Proxy, Form A.

Made at

Date.....Month.....Year

(1) I/We.....nationality.....
 Residing/located at No.....Road.....Tambol/Kwaeng.....
 Amphur/Khet.....Province.....Postal Code

(2) Being a shareholder of **TCM Corporation Public Company Limited**.
 Holding the total amount of.....shares and have the right to vote equal to.....votes as follows:

Ordinary shares:.....shares, and have the right to vote equal to..... votes

Preferred shares:.....shares, and have the right to vote equal to.....votes

(3) I/We wish to appoint

☐ (1).....Age.....years,

Residing at No.....Road.....Sub - District.....

District....., Province....., Postal Code.....or

☐ (2).....Age.....years,

Residing at No.....Road.....Sub - District.....

District....., Province....., Postal Code.....or

☐ (3).....Age.....years,

Residing at No.....Road.....Sub - District.....

District....., Province....., Postal Code.....or

As only one of my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of Shareholders to be held on 29 April 2025 at 2.00 p.m only via electronic media by relaying from TCM Corporation Plc. or such other date, time and place as may be adjourned.

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves.

Signed.....Grantor

(.....)

Signed.....Grantee

(.....)

Signed.....Grantee

(.....)

Signed.....Grantee

(.....)

Remarks

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes

Form of Proxy, Form B.

Made at

Date.....Month.....Year

(1) I/Wenationality.....

Residing/located at No.....Road.....Tambol/Kwaeng.....

Amphur/Khet.....Province.....Postal Code

(2) being a shareholder of TCM Corporation Public Company Limited, holding.....shares in total which are entitled to cast.....votes as follows:

Ordinary shares:.....shares, with the voting right of votes

Preferred shares:.....shares, with the voting right of votes

(3) I/We wish to appoint

☐ (1).....Age.....years,

Residing at No.....Road.....Sub - District.....

District....., Province....., Postal Code.....or

☐ (2) **Mr. Soravis Krariksh, Chairman of the Audit Committee and Independent Director**, Age 52 years,

Residing at No. 11/16 Road, Bang Na-Trat, Sub-District, Bang Phli Yai, District, Bang Phli,

Province, Samut Prakan, Postal Code 10540 or

☐ (3) **Mr. Suvittha Nativat, the Audit Committee and Independent Director**, Age 43 years,

Residing at No. 877/105 Road, Rama 9, Sub - District, Suan Luang,

District, Suan Luang, Province, Bangkok, Postal Code 10250 or

☐ (4) **Mrs. Duangjai Lorlerwit, the Audit Committee and Independent Director**, Age 63 years,

Residing at No. 23 Phibun Watthana Building, Road, Rama 6, Sub - District, Phaya Thai,

District, Phaya Thai, Province, Bangkok, Postal Code 10400

Any one of them as my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of Shareholders to be held on 29 April 2025 at 2.00 p.m. only via electronic media by relaying from TCM Corporation Plc. or such other date, time and place as may be adjourned.

(4) I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

Agenda 1 To acknowledge the Minutes of the 2024 Annual General Meeting of Shareholders.

(The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 2 To acknowledge the report on the Company's operating results for the year 2024 and the Annual Report (Form 56-1 One Report)

(The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 3 To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2024.

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.☐ (b) The proxy must cast the votes in accordance with the following instructions:☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of the year ended 31 December 2024.

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.☐ (b) The proxy must cast the votes in accordance with the following instructions:☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To consider and approve bonus payment for the year 2024 to the Board of Directors

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.☐ (b) The proxy must cast the votes in accordance with the following instructions:☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider and approve the appointment of directors replacing those retire by rotation

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:

- ☐ Appointment of all directors
☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Appointment of any director(s)
(1) Name of Director: **Mr. Pimol Srivikorn**
☐ Approve ☐ Disapprove ☐ Abstain
- (2) Name of Director: **M.L. Walliwan Varavarn**
☐ Approve ☐ Disapprove ☐ Abstain
- (3) Name of Director: **Mr. Pira Srivikorn**
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2025.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider and approve the appointment of auditors, and their remuneration for the year 2025.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 9 Other business (if any)

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve ☐ Disapprove ☐ Abstain

- (5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.
- (6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed.....Grantor
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Signed..... Grantee
(.....)

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.

Attachment to Proxy Form B.

A proxy is granted by a shareholder of TMC Corporation Public Company Limited.

For the 2025 Annual General Meeting of Shareholders to be held on 29 April 2025 at 2.00 p.m. only via the electronic media, relaying from TCM Corporation Plc.or such other date, time and place as may be adjourned.

-
- ☐ Agenda no.re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no.re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no.re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Agenda no.re: Appointment of directors (Continued)
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain
- Name of Director
- ☐ Approve ☐ Disapprove ☐ Abstain

Form of Proxy, Form C.

Made at

Date Month Year

(1) We
 Residing at No., Road, Sub - District,
 District, Province, Postal Code
 in our capacity as the custodian for

Being a shareholder of TCM Corporation Public Company Limited, holding shares in total
 which are entitled to cast votes as follows:

Ordinary shares: shares in total which are entitled to cast votes;

and Preferred shares: shares in total which are entitled to cast votes;

(2) We wish to appoint

☐ (1) Age years,
 Residing at No., Road, Sub - District,
 District, Province, Postal Code or

☐ (2) **Mr. Soravis Krairiksh** ~~Chairman of the Audit Committee and Independent Director~~
 Age 52 years, Residing at No. 11/6 Road Bang Na-Trat Sub - District Bang Phli Yai,
 District Bang Phli, Province Samut Prakan, Postal Code 10540, or

☐ (3) **Mr. Suwittha Nativat** ~~the Audit Committee and Independent Director~~
 Age 43 years, Residing at No. 877/105 Road Rama 9 Sub - District Suan Luang
 District Suan Luang, Province Bangkok, Postal Code 10250, or

☐ (4) **Mrs. Duangjai Lorlertwit** ~~the Audit Committee and Independent Director~~
 Age 63 years, Residing at No. 23 Phibun Watthana Building Road Rama 6
 Sub - District Phaya Thai, District Phaya Thai, Province Bangkok, Postal Code 10400.

Any one of them as our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of Shareholders to be held on 29 April 2025 at 2.00 p.m. only via the electronic media by relaying from the TCM Corporation Plc. or such other date, time and place as may be adjourned.

(3) We authorise our proxy to attend the meeting and cast the votes on our behalf in the following manner:

☐ The voting right in all the voting shares held by us is granted to the proxy.

☐ The voting right in part of the voting shares held by us is granted to the proxy as follows:

☐ Ordinary shares: shares in total, which are entitled to cast votes; and

☐ Preferred shares: shares in total, which are entitled to cast votes;

Total: votes

(4) We authorise our proxy to cast the votes on our behalf at the above meeting in the following manner:

Agenda 1 To acknowledge the Minutes of the 2024 Annual General Meeting of Shareholders.
 (The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 2 To acknowledge the report on the Company's operating results for the year 2024 and the Annual Report (Form 56-1 One Report)
 (The agenda is for acknowledgement; the meeting's resolution is not required)

Agenda 3 To consider and approve the audited statement of financial position and statements of comprehensive income for the fiscal year ended 31 December 2024.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 4 To consider and approve the appropriation of profit and the non-payment of dividends to the shareholders for the operating result of year ended 31 December 2024.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 5 To consider and approve bonus payment for the year 2024 to the Board of Directors

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 6 To consider and approve the appointment of directors replacing those retire by rotation

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Appointment of all directors
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
 - ☐ Appointment of any director(s)
 - (1) Name of Director: **Mr. Pimol Srivikorn**
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
 - (2) Name of Director: **M.L.Walliwan Varavarn**
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
 - (3) Name of Director: **Mr. Pira Srivikorn**
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 7 To consider and approve the remuneration of the Board of Directors and the Audit Committee for the year 2025.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 8 To consider and approve the appointment of auditors, and their remuneration for the year 2025.

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Agenda 9 Other business (if any)

- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed..... Grantor

(.....)

Signed..... Grantee

(.....)

Signed..... Grantee

(.....)

Signed..... Grantee

(.....)

Remarks

1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody
2. The necessary evidence to be enclosed with this proxy form is:
 - (1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
 - (2) a certification that the authorized signatory of the proxy form is licensed to operate the custodial business
3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form C.

Attachment to Proxy Form C.

A proxy is granted by a shareholder of TCM Corporation Public Company Limited.

For the 2025 Annual General Meeting of Shareholders to be held on 29 April 2025 at 2.00 p.m. only via the electronic media by relaying from the TCM Corporation Plc. or such other date, time and place as may be adjourned.

- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
- ☐ Agenda no. re:
- ☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- ☐ (b) The proxy must cast the votes in accordance with the following instructions:
 - ☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

Privacy Notice

For the 2025 Annual General Meeting of Shareholders of TCM Corporation Public Company Limited

TCM Corporation Public Company Limited (the “**Company**”) is aware of the privacy of shareholders and/or of the proxy (“**you**”) who attend the 2025 annual general meeting of shareholders (“**meeting of shareholders**”). Thus, the Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of an individual, including rights, security procedures, safety of your personal data, and the contact channels with the Company in accordance with the Personal Data Protection Act B.E. 2562 (“**PDPA**”), relevant laws and regulations, as follows:

1. **Personal Data Processing:** The company has to collect the personal data of shareholders to organize the meeting of shareholders. The collection of personal data is as follows:
 - 1.1 General personal data, which includes but not limited to given name, alias, nationality, age, mailing address, email address, telephone number, facsimile number, identification card photo, identification number, passport information, alien identification information, driving license, signatures, CCTV recording, including images and photos, visual images, voice recordings, and video recordings that record the interaction between you and Company during the meeting.
2. **Purposes of Personal Data Processing:** Company will process personal data of shareholders on the following proposes and legitimate interests:
 - 2.1 On legal obligation basis
 - Company will collect and use the personal data of shareholders as specified in No. 1.1 to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws.
 - 2.2 On legitimate interest basis
 - Company will collect and use the personal data of shareholders as specified in No. 1.1 to record the meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for further processing related to legitimate interest of Company and other persons, which could be expected reasonably by shareholders.
 - Company will collect and use the records of images and videos from CCTV of the shareholders for benefits and security measures in processing of the meeting in order to fulfil and achieve purposes set by you and Company.
 - Company will process and keep the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.
3. **Sources of Personal Data:** The Company receives your personal data directly through your AGM registration by obtaining information through IR plus AGM application.
4. **Processing of personal data:** When Company received your personal data as specified in No. 3. Company has to collect and use your personal data as specified in No. 1. Company may have to disclose your personal data to related government agencies in order to achieve the purpose of processing your personal data and to comply with the basis as specified in No. 2.
5. **Retention of Personal Data:** Company will retain your personal data for a period of 10 years.
6. **Data Subjects’ Rights:** You can exercise your rights as follows: you have the right to access your personal data and obtain copy from the Company and disclose the sources of retrieved personal

data without your consent. You have the right to rectify your inaccurate personal data or add incomplete information. You have the right to data portability your personal data to other data controllers, or yourself. You also have the right to object the processing of your personal data.

You may contact the Personal Data Protection Officer (DPO) or the Company's management department officer at comsec@tcm-corporation.com to submit a request for action under the above rights, according to the details of the Personal Data Protection Officer.

In the case of the exercising the rights mentioned above, no extra costs incurred. The Company will consider and inform you of the result of your request within 30 days from the date that the Company has received your said request.

In case the Company or employees have violated or not followed the PDPA, you can lodge the complaint to the Office of the Personal Data Protection Commission (PDPC) at The Government Complex Commemorating His Majesty, Rattapasartpakdi Building, Chaeng Watthana Road, Lak Si, Bangkok Telephone 0 2142 1033 E-mail: pdpc@mdes.go.th

