

24 March 2025

Subject: Notice of the 2025 Annual General Meeting of Shareholders  
To: Shareholders of Euro Creations Public Company Limited

The Board of Directors' Meeting of Euro Creations Public Company Limited (the "Company") No. 1/2025 held on 26 February 2025 passed the resolutions to convene the 2025 Annual General Meeting of Shareholders on **Tuesday, 22 April 2025, at 14:00 hrs. through the Format of Electronic Media (e-AGM) only**, in accordance with the Royal Decree on Electronic Meetings B.E. 2563, as well as other relevant laws and regulations, and set the Record Date to identify the shareholders entitled to attend the 2025 Annual General Meeting of Shareholders on 12 March 2025. The agenda items of the e-AGM are as follows:

**Agenda 1 To acknowledge the Board of Directors' Report on the Company's performance for the year 2024**

Facts and reasons: The Company has prepared the Annual Report of the Board of Directors in the form of the 56-1 One Report for the year 2024, as presented in the Attachment 1, to inform the Shareholders of the Company's performance for the year 2024.

This agenda item is pursuant to Section 113 of the Public Limited Companies Act (PLC Act), and Article 43 of the Company's Articles of Association. This agenda item is for the Shareholders' acknowledgement and does not require voting.

Opinion of the Board of Directors: The Shareholders' Meeting should acknowledge the Board of Directors' report on the Company's performance for the year 2024.

**Agenda 2 To consider and approve the consolidated and separate financial statements for the year ended 31 December 2024**

Facts and reasons: The Company has duly prepared the consolidated and separate financial statements (Balance Sheet and Income Statement) for the year ended 31 December 2024, which have been audited by the Company's authorized auditor with unqualified opinion and endorsed by the Audit Committee. The Board of Directors therefore deemed appropriate to propose to the Shareholders to consider and approve the consolidated and separate financial statements, as appeared in the Attachment 1.

This agenda item is pursuant to Section 112 of the PLC Act, and Article 43 of the Company's Articles of Association. Resolution of this agenda item shall be passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Opinion of the Board of Directors: The Shareholders' Meeting should approve the consolidated and separate financial statements for the year ended 31 December 2024, endorsed by the Audit Committee and audited by the authorized auditor.

**Agenda 3 To consider and approve the dividend payment for the year 2024**

Facts and reasons: The Company has a policy to pay dividends at a rate of not less than 30 percent of the net profit based on the separate financial statements (as shown below). For the year ended 31 December 2024, the Company recorded a net profit from its separate financial statements of THB 125.52 million and had unappropriated retained earnings from the separate financial statements of THB 154.50 million as of 31 December 2024. Accordingly, the Company did not pay any interim dividends in 2024 and did not pay any dividends in the preceding year. Furthermore, the Company has sufficient legal reserve fund as required by law, therefore, no additional reserve allocation is necessary under the PLC Act.

Dividend Policy: The Company has a policy of paying dividends to shareholders at a rate of not less than 30 percent of net profits from the separate financial statement of the Company, after deducting corporate income tax and various reserves of all types as specified in the laws

and regulations of the Company. However, the dividend payment may change depending on economic situations, cash flow, and investment plans of the Company and its subsidiaries (if any), as deemed necessary, and other considerations deemed appropriate by the Board of Directors. However, the Annual Dividend Payment must be approved by the Shareholders Meeting, except for interim dividend payments. The Board of Directors may approve the payment of interim dividends from time to time when it considers that the Company has sufficient profits to do so and shall report such interim dividend payment to the next Shareholders' Meeting.

This agenda item is pursuant to Section 115 and Section 116 of the PLC Act, and Article 43 of the Company's Articles of Association, which require that the resolution be passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes. Opinion of the Board of Directors: The Shareholders' Meeting should approve the allocation of dividend for the year 2024 as cash payment at the rate of THB 0.22 per share, or totaling approximately THB 67.10 million representing 53.46 percent of the net profit in the separate financial statements, which the Board of Directors opined that such dividend payment was appropriate and aligned with the Dividend Policy of the Company.

If the 2025 Annual General Meeting of Shareholders approve as proposed, the Company shall pay dividend for the year 2024 on Tuesday, 20 May 2025 to the Shareholders of record as at 12 March 2025 (Record Date for dividend payment). In this regard, Thailand Securities Depository Co., Ltd. will be appointed as the paying agent for the said dividend. Dividend for the year 2024 is paid from profits of the Company that are subject to corporate income tax at the rate of 20 percent. Therefore, individual Shareholders can apply for tax credit in the amount equal to 20/80 of the received dividend amount, provided that the Shareholders shall comply with Section 47 bis of the Revenue Code.

**Agenda 4 To consider and approve the re-election of directors who will retire by rotation**

Facts and reasons: According to the PLC Act and the Company's Articles of Association, directors are required to retire by rotation at the Annual General Meeting of Shareholders at a rate of one-third of the total number of directors. At the 2025 Annual General Meeting of Shareholders, three directors who shall retire are 1) Mr. Kevin Gambir, 2) Ms. Marisa Gambir, 3) Mr. Pumipat Sinacharoen (Independent Director).

The Company provided an opportunity for shareholders to nominate qualified candidates for election as directors during the period from 1 July to 30 November 2024. The invitation was announced via the electronic system of the Stock Exchange of Thailand and published on the Company's website. However, no shareholders submitted any nominations for the director election.

This agenda item is in accordance with Section 71 of the PLC Act and Articles 21 and 43 of the Company's Articles of Association, which require that the resolution be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes. The resolution under this agenda shall be considered and voted on for each nominated director individually.

Opinion of the Board of Directors: The Shareholders' Meeting should consider and approve the re-election of three directors who are due to retire by rotation: 1) Mr. Kevin Gambir, 2) Ms. Marisa Gambir, 3) Mr. Pumipat Sinacharoen (Independent Director), to serve as directors of the Company for another term. This is in accordance with the resolution of the Board of Directors and consistent with the recommendation of the Nomination and Remuneration Committee. The nomination process was conducted thoroughly, carefully, and on an individual basis. The Committee is of the view that all three nominated directors are fully qualified in accordance with relevant regulations and possess the knowledge and expertise aligned with the Board Skill Matrix, which are suitable for the Company's business. As for Mr. Pumipat Sinacharoen, the Board of Directors considers that he is capable of expressing opinions independently and fully meets the qualifications for an independent director

as required by applicable laws and regulations, as detailed in Attachment 3. The three directors who are due to retire by rotation will not participate in the consideration of this agenda item.

Information and profiles of the three directors who will be retiring by rotation and proposed as director candidates including criteria and process for director nomination appeared in the Attachment 2.

**Agenda 5 To consider and approve the remuneration of the directors for the year 2025**

Facts and reasons: The Nomination and Remuneration Committee has reviewed the criteria for director's remunerations, together with the Company's performance, Board of Directors' and Sub-Committee's performance, and a comparison with companies listed on the Stock Exchange of Thailand and within the same industry sector, and opined that the current rate of director's remunerations are appropriate and aligned with the Company's strategy, and the Company should therefore pay director's remunerations for the year 2025 under the same rates as 2024. The Board of Directors, concurring with the opinion of the Nomination and Remuneration Committee, passed resolution to propose to the Shareholders to consider and approve the directors' remunerations for the year 2025 which are the meeting fees to directors under the following criteria, from the date which the Shareholders passed the resolution, until the Shareholders' Meeting determines otherwise.

Directors Remuneration	Position	Meeting fee /person / meeting (THB)*		Increase / (Decrease) %
		Year 2025 (Proposed Year)	Year 2024	
Board of Directors	Chairman	30,000	30,000	-
	Director	20,000	20,000	
Audit Committee	Chairman	30,000	30,000	-
	Director	20,000	20,000	
Nomination and Remuneration Committee	Chairman	20,000	20,000	-
	Director	10,000	10,000	

\*Executive Directors with salaries are not entitled to meeting fees above.

Other Benefits for Directors: None (not including employees' welfare).

This agenda item is pursuant to Section 90 of the PLC Act and Article 26 of the Articles of Association, require that resolution of this agenda item shall be passed by a vote of not less than two-thirds of the total number of votes of the Shareholders attending the Meeting.

Opinion of the Board of Directors: The Shareholders' Meeting should consider and approve the Director's Remunerations for the year 2025 as proposed by the Board of Directors, concurring with the opinion of the Nomination and Remuneration Committee.

**Agenda 6 To consider the appointment of the Company's auditors and the determination of the audit fees for the year 2025**

Facts and reasons: The Audit Committee has reviewed the selection of the auditors and the fixing of their remunerations for the year 2025 and agreed with the appointment of the auditors from PricewaterhouseCoopers ABAS Ltd, a certified auditor by the Office of Securities and Exchange Commission (the "SEC"), as such auditors acted appropriately and comprehensively, with satisfactory performance, and the proposed audit fees are appropriated with their knowledge, competencies and experiences, and none of them has reviewed, audited and

expressed opinions on the Company's Financial Statements for seven consecutive or non-consecutive years, per regulations of the SEC. The Board of Directors therefore concurred to propose to the Shareholders' Meeting to approve the following:

- 1) The appointment of the following auditors of PricewaterhouseCoopers ABAS Ltd to act severally as the authorized auditors of the Company for the year 2025; Ms. Rodjanart Banyatananusard, Certified Public Accountant No. 8435, Mr. Pongphan Domerongphanudom, Certified Public Accountant No. 8882 and/or, Ms. Amornrat Permpoonvatanasuk, Certified Public Accountant No. 4599.
- 2) The authorization to the Board of Directors to appoint other qualified auditors of PricewaterhouseCoopers ABAS Ltd, in the event that none of the above-mentioned auditors are able to perform their duties, to perform the work in replacement of the said unavailable auditors.
- 3) The fixing of the remuneration for the auditing service rendered for the year 2025 at the amount not exceeding THB 2,260,000 (two million two hundred and sixty thousand baht), excluding out-of-pocket expenses.

The details of the auditors, the auditors' remunerations, and other fees appeared in the Attachment 4.

This agenda item is pursuant to Section 120 of the PLC Act, and Article 43 of the Company's Articles of Association, which stipulated that the Company shall propose to the Shareholders to appoint the auditors and fix their remunerations.

Resolution of this agenda item shall be passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Opinion of the Board of Directors: The Shareholders' Meeting should approve the appointment of the auditors of the Company and their remuneration for the year 2025 as proposed by the Board of Directors, concurring with the opinion of the Audit Committee.

**Agenda 7 To consider other agenda (if any)** The Board of Directors did not propose other matter.

The Company provided an opportunity for shareholders to propose agenda items, nominate qualified candidates for election as directors, and submit questions in advance for the 2025 Annual General Meeting of Shareholders during the period from 1 July to 30 November 2024. However, no shareholders proposed any agenda items, nominated any candidates, or submitted any questions in advance.

The shareholders are cordially invited to attend the 2025 Annual General Meeting of Shareholders, which will be held on Tuesday, 22 April 2025, at 14:00 hrs., through electronic media. Shareholders may register your intention to attend the e-AGM (using shareholder information for registration) or appoint a proxy (using the information of both the shareholder and the proxy holder, except in the case of granting a proxy to an independent director of the Company)\_during the registration period, which will open on 1 April 2025, at 8.30 hrs. and remain available until the conclusion of the e-AGM on 22 April 2025. On the date of the Annual General Meeting, registered participants will be able to access the e-AGM system from 13:00 hrs. onward. (Please refer to Attachment 5 for the registration procedures and instructions for attending the meeting via electronic media.)

The Company will conduct the meeting in accordance with the PLC Act in relation to shareholder meetings and the Company's Articles of Association, as outlined in Attachment 6. The meeting will be recorded in video format for publication on the Company's website.

Shareholders attending the meeting are therefore kindly requested to review the “Privacy Notice for Shareholders” available on the Company's website (<https://www.eurocreations.co.th>) under the “Investor Information” section, subheading “Shareholders' Meeting.”

In the event that shareholders are unable to attend the meeting, the Company recommends that shareholders grant a proxy to one of the Company's Independent Directors as your proxy holder namely: 1) Mr. Pumipat Sinacharoen or 2) Mr. Dan Sornmani. The profiles and relevant information of the Independent Directors proposed as proxy holders are provided in Attachment 7. Alternatively, shareholders may appoint any other person as your proxy. Shareholders may print the Proxy Form B provided in Attachment 8 enclosed with this invitation or download it from the Company's website at <https://www.eurocreations.co.th> under the “Investor Relations” section > “Information for Shareholders” > “Shareholders' Meeting 2025”. For greater convenience, the Company also provides additional channels for shareholders to request or submit Proxy Forms A, B, or C via email at [companysecretary@eurocreations.co.th](mailto:companysecretary@eurocreations.co.th) or by post (excluding e-Proxy, which must be processed via the TSD system), within the timeframe and details specified in Attachment 5.

Please be informed accordingly.

By order of the Board of Directors  
Euro Creations Public Company Limited  
  
- signature -  
  
(Mrs. Amarat Gambir)  
  
Director and President