

Translation:

Notice of 2026 Annual General Meeting of Shareholders

TCAP.CSO. 014/2026

5 March 2026

Subject: Calling the 2026 Electronic Annual General Meeting of Shareholders (e-AGM)

Dear Shareholders,

The Board of Directors of Thanachart Capital Public Company Limited (“the Company”) at its Meeting No. 2/2026 held on Thursday, 19 February 2026 passed a resolution to hold the 2026 Annual General Meeting of Shareholders on Friday, 3 April 2026 at 14.00 hours, by conducting the meeting via electronic means (e-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 and other applicable laws as well as standards and regulations stipulated by officials. The agenda items of the meeting are as follows:

Item 1 To approve the Minutes of 2025 Annual Meeting of Shareholders

Objective and Rationale: The Annual General Meeting of Shareholders for the Year 2025 was held on Wednesday, 2 April 2025. In this connection, the related minutes of the meeting were prepared and sent to the Stock Exchange of Thailand within the established time frame. As well, the minutes have been made available on the Company’s website since Wednesday, 16 April 2025.

Board of Directors’ Opinion: The Board of Directors deems it appropriate to present the minutes of the 2025 Annual Meeting of Shareholders for approval.

Voting: A resolution on this agenda item requires a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 1.

Item 2 To acknowledge the report of the Board of Directors on the Company’s business operations in 2025

Objective and Rationale: The Company’s Article of Association No. 33(1) states that the Annual General Meeting of Shareholders shall acknowledge the report of the Board of Directors on the business operations in the past year. In this connection, the related details are disclosed in the Form 56-1 One Report/Annual Report 2025 stored on QR Code which is sent to shareholders together with this Notice of Annual Meeting

บริษัท ทุนธนชาต จำกัด (มหาชน)

Thanachart Capital Public Company Limited

444 อาคารเอ็มบีเค ทาวเวอร์ ชั้น 16-17 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330

444 MBK Tower, 16th-17th Floor, Phayathai Road, Wangmai, Pathumwan, Bangkok 10330 THAILAND

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of Shareholders. They have also been disclosed on the Company's website since 5 March 2026.

Board of Directors' Opinion: The Board of Directors deems it appropriate to present to the meeting of shareholders for acknowledgement of the report on the Company's operating results in the past year, the details of which are given in the Form 56-1 One Report/Annual Report 2025 stored on QR Code shown on Content page.

Voting: This agenda item does not require voting as it is a matter for acknowledgement.

Item 3 To approve the statements of financial position and the statements of comprehensive income for the year ended 31 December 2025

Objective and Rationale: In accordance with Section 112 of the Public Limited Companies Act B.E. 2535 as well as Nos. 33(2) and 42 of the Company's Articles of Association, the Company is required to prepare the statements of financial position and the statements of income for the year ended on the last date of the Company's fiscal year. As well, the Company is required to present the statements to the Annual Meeting of Shareholders for approval. In this connection, it is required to have the statements audited by an auditor before presenting them to the Annual Meeting.

Board of Directors' Opinion: The Board of Directors deems it appropriate to present to the Annual Meeting of Shareholders for approval of the statements of financial position and the statements of comprehensive income for the year ended 31 December 2025. Being prepared in line with the Financial Reporting Standards, the statements show the financial position and the operating results of the Company in 2025. In this connection, the statements have already been reviewed and endorsed by the Audit Committee and the Board of Directors. As well, the statements have already been audited by the certified public accountant. The details of the statements of the financial position and the statements of comprehensive income as well as the notes to the financial statements are disclosed in the Form 56-1 One Report/Annual Report 2025 stored on QR Code shown on Content page.

Voting: A resolution on this agenda item requires a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Item 4 To approve the appropriation of the profit for 2025 performance and the dividend payment

Objective and Rationale: Reference is made to No. 33(3) of the Company's Articles of Association which requires that the Annual Meeting of Shareholders shall consider and approve the appropriation of profit as well as Section 116 of the Public Limited Companies Act B.E. 2535 and No. 43 of the Articles and Association which require

that the Company shall set aside not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any) to a legal reserve fund until this fund attains an amount not less than 10 percent of the registered capital. At present, the Company's legal reserve fund already meets 10 percent of its registered capital as specified by law and regulation. As a result, it is not necessary for the Company to set aside any part of the net profit as the legal reserve fund in line with the law and the Articles of Association.

In this connection, Section 115 of the Public Limited Company Act B.E. 2535, dividends shall not be paid other than out of profits. In the case where the company still has an accumulated loss, no dividends shall be paid. Payment of dividends shall be approved by the meeting of shareholders. In this connection, the Company had net profit attributable to the Company for the year 2025 based on consolidated financial statements in the amount of 7,749,833,831.23 baht. As the Company has a certain amount of retained earnings, the Company is able to make the dividend payments.

Board of Directors' Opinion: The Board of Directors deems it appropriate to present to the meeting of the shareholders the following proposals:

1. It is proposed that shareholders acknowledge no additional appropriation of the 2025 net profit as the legal reserve fund since the Company has already satisfied the minimum reserve requirement imposed by the law.
2. It is proposed that shareholders approve dividend payments to ordinary and preferred shareholders at the rate of 3.50 baht per share or 3,670,158,565.50 baht in total, accounted for 47.36 percent of the 2025 net profit attributable to the Company, based on the consolidated financial statements. As the Board of Directors earlier approved an interim dividend payment of 1.30 baht per share or 1,363,201,752.90 baht in total and it was made to shareholders on 30 September 2025, the remaining dividend payments to be made amount to 2.20 baht per share or 2,306,956,812.60 baht in total.

In this connection, the Company sets 17 April 2026 as the record date and the dividend payment is scheduled to be made to ordinary and preferred shareholders on 30 April 2026. The source of dividend payment is from retained earnings, on which the company paid corporate income tax as follows:

- 0.115 baht per share will be from retained earnings that the Company paid corporate income tax of 25 percent.
- 0.005 baht per share will be from retained earnings that the Company paid corporate income tax of 23 percent.
- 0.178 baht per share will be from retained earnings that the Company paid corporate income tax of 20 percent.
- 1.902 baht per share will be from retained earnings that the Company is not subject to tax.

Individual shareholders are eligible for dividend tax credits according to the calculation specified in Revenue Code.

In relation to **the Company's dividend payment policy**, the Company takes into account its performance and the shareholders' return on investment in the long term. This round of dividend payments is in line with the Company's dividend payment policy.

Table comparing annual dividend payments from 2023 to 2025 respectively

| | Performance for the Year | | |
|---|--------------------------|---------------|---------------|
| | 2025 | 2024 | 2023 |
| Net profit (consolidated F/S) (mil. baht) | 7,750 | 6,655 | 6,603 |
| Number of shares receiving dividends (shares) | 1,048,616,733 | 1,048,616,733 | 1,048,616,733 |
| Earnings per share (consolidated F/S) (baht) | 7.39 | 6.35 | 6.30 |
| Dividend payment for the year (baht) | 3.50 | 3.30 | 3.20 |
| Approved dividend payments for the year (mil. baht) | 3,670 | 3,461 | 3,355 |

Voting:

Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Item 5 To approve the remuneration of the Board of Directors and standing committees for 2026 as well as the performance allowance for the Board of Directors for 2025 performance

Objective and Rationale:

The following are the Company's policy and guidelines related to the remuneration of the Board of Directors and various standing committees:

1. The remuneration of the Board of Directors and standing committees is subject to annual review and shall be presented to the meeting of shareholders annually for approval.
2. According to the Company's policy, the remuneration of each member of the Board of Directors and of standing committees reflects their respective duties and responsibilities and takes into consideration the remuneration of similar positions in the same industry. In addition, executive directors are not entitled to additional compensation for being members of standing committees.

3. The Nomination, Remuneration, and Corporate Governance Committee is responsible for reviewing the remuneration of the Board of Directors and standing committees, ensuring that the remuneration is appropriate and in line with the Company's remuneration policy. In reviewing the remuneration, the Committee will take into account the suitability based on the remuneration policy as well as the Company's business expansion and profit growth.

Board of Directors' Opinion: In agreement with the recommendation made by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors deems it appropriate to present to the meeting of shareholders the following:

1. To approve the remuneration of the Board of Directors and the standing committees for the year 2026. As shown below, the proposed remuneration is the same as the remuneration in 2025.

Remuneration Schedule for 2026 proposed to annual meeting of shareholders for approval

(Unit: Baht)

| Board and various standing committees | Position | 2026 | | 2025 | |
|--|-----------|-----------------------------------|--|-----------------------------------|--|
| | | Monthly remuneration (per person) | Stipends for each meeting (per person) | Monthly remuneration (per person) | Stipends for each meeting (per person) |
| Board of Directors | Chairman | 120,000 | 60,000 | 120,000 | 60,000 |
| | Directors | 60,000 | 30,000 | 60,000 | 30,000 |
| Audit Committee | Chairman | 60,000 | 30,000 | 60,000 | 30,000 |
| | Directors | 40,000 | 20,000 | 40,000 | 20,000 |
| Nomination, Remuneration, and Corporate Governance Committee | Chairman | 30,000 | 30,000 | 30,000 | 30,000 |
| | Directors | 20,000 | 20,000 | 20,000 | 20,000 |
| Risk Oversight Committee | Chairman | 30,000 | 30,000 | 30,000 | 30,000 |
| | Directors | 20,000 | 20,000 | 20,000 | 20,000 |

- Notes:**
- Executive directors are not entitled to additional compensation for being members of standing committees.
 - The Company does not provide the directors with any other remuneration and/or privileges in addition to the remuneration which is proposed for approval.

2. To consider and approve the payment of performance allowance for the Board of Directors from the operating performance, at the rate of 1.00 percent of the dividend payments approved for the shareholders which amounts to 36,701,585.66 baht (the calculation of which is based on the dividend payments of 3,670,158,565.50 baht). To also permit the Board of Directors to consider the allocation of the performance allowance to the directors later.

Comparison of the payments of the performance allowance from the period of 2023-2025

(Unit: Baht)

| Particulars | Based on performance for the year | | |
|-----------------------------|-----------------------------------|---------------|---------------|
| | 2025 | 2024 | 2023 |
| Performance allowances paid | 36,701,585.66 | 34,604,352.19 | 33,555,735.46 |

Voting: Resolutions on this agenda item require a vote of no less than two-thirds of the total votes cast by shareholders present at the meeting.

Item 6 To consider the election of directors replacing those retiring by rotation

Objective and Rationale: In accordance with Section 71 of the Public Limited Companies Act, B.E. 2535 as well as Nos. 17 and 18 of the Company's Articles of Association, the Company's directors shall be elected at the meeting of shareholders. At every annual meeting, one-third of the directors shall retire from office. If the number of directors due to retire from office is not a multiple of three, then the number nearest to, but not exceeding one-third, shall be applied. The directors who have served the longest term in office shall retire. In case the number of directors who have been in office for an equal length of time exceeds the number of directors due to retire from office at such time, the directors due to retire shall be determined by ballots. A retiring director based on the foregoing shall be eligible for re-election.

Currently, the Board of Directors consists of ten members. As a result, three directors will retire by rotation at the 2026 Annual Meeting. The three directors who have served the longest term in office and will retire by rotation are as follows:

1. Mr. Suphadej Poonpipat Vice Chairman and Chairman of the Executive Committee (Executive Director),
2. Mrs. Siripen Sitasuwan Chairperson of the Audit Committee and Member of the Nomination, Remuneration, and Corporate Governance Committee (Independent Director), and
3. Mr. Tiraphot Vajrabhaya Chairman of the Nomination, Remuneration, and Corporate Governance Committee and Member of the Audit Committee (Independent Director)

In accordance with No. 33(4) of the Company's Articles of Association, the annual meeting of shareholders shall elect directors replacing those retiring by rotation.

Board of Directors' Opinion: The Company provided the shareholders with an opportunity to propose names of potential candidates with appropriate qualifications through its website for election as the Company's directors during the period from 1 October 2025 to 31 December 2025. However, until the end of the specified period, there was no shareholder proposing any candidate.

The Nomination, Remuneration, and Corporate Governance Committee deems it appropriate to propose to shareholders for approval the election of the following directors to replace the ones retiring by rotation. The Committee takes into consideration all the nomination procedures, the established nomination policy and guidelines, the appropriateness of the Board's overall structure and composition, their qualifications in line with legal requirements and the related notifications, as well as the knowledge and ability suitable for overseeing the Company's business operations. Importantly, the Committee also takes into account their performance of duties during their tenure as members of the Board and the standing committees in the past.

1. Mr. Suphadej Poonpipat (Director retiring by rotation),
2. Mrs. Siripen Sitasuwan (Director retiring by rotation),
3. Mr. Tiraphot Vajrabhaya (Director retiring by rotation)

The Board of Directors (with the members of the Board retiring by rotation abstaining from the consideration and passage of the resolution concerning themselves), concurring with the opinion of the Nomination, Remuneration, and Corporate Governance Committee, determines that Mrs. Siripen Sitasuwan and Mr. Tiraphot Vajrabhaya are independent director, the Nomination, Remuneration and Corporate Governance Committee and the Board of Directors have considered and are of the opinion that they fully possess the qualifications of independent directors in accordance with the Company's criteria as well as the applicable laws and regulations relating to independent directors.

As regards Mrs. Siripen Sitasuwan, an independent director, she has served as director consecutively for 25 years and 11 months (including the month in which the 2026 Annual General Meeting of Shareholders is held). If she is re-elected as a director of the Company, she will continue to serve as a director for another term. Agreeing with the opinion given by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors is of the opinion that Mrs. Siripen Sitasuwan is qualified and appropriate to be a director of the Company (independent director) . She has knowledge, ability, expertise in accounting and finance, and good performance and is always dedicated to the performance of her duties. She has played a significant role in the Company's standing committees, particularly in her capacity as Chairperson of the Audit Committee, where she effectively oversees and ensures that the meetings of the

Audit Committee are conducted in an efficient manner. Throughout her tenure, she has performed her duties with independence, being able to express her opinions objectively and to provide constructive views and recommendations that are beneficial to the business which help supervise the Company and subsidiaries. The Board of Directors deems it appropriate to propose to shareholders for approval the election of such person to continue serving as a director of the Company (Independent Director).

As regards Mr. Tiraphot Vajrabhaya, an independent director, he has served as director consecutively for 12 years (including the month in which the 2026 Annual General Meeting of Shareholders is held). If he is re-elected as a director of the Company, he will continue to serve as a director for another term. Agreeing with the opinion given by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors is of the opinion that Mr. Tiraphot Vajrabhaya is qualified and appropriate to be a director of the Company (independent director). He has good knowledge, ability, and experience in financial business and is always dedicated to the performance of his duties. He has played a significant role in the Company's standing committees, particularly in his capacity as Chairman of the Nomination, Remuneration, and Corporate Governance Committee, in which he has performed his duties effectively at all times. Throughout his tenure, he has performed his duties with independence, being able to express his opinions objectively and to provide constructive views and recommendations that are beneficial to the business which help supervise the Company and subsidiaries. The Board of Directors deems it appropriate to propose to shareholders for approval the election of such person to continue serving as a director of the Company (Independent Director).

Voting: Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 2

Item 7 To consider the appointment of the auditor and determine the audit fees for 2026

Objective and Rationale: In accordance with Section 120 of the Public Limited Companies Act, B.E. 2535 as well as No. 33(5) of the Company's Articles of Association, the annual meeting of shareholders shall appoint auditors and determine audit fees of the Company every year.

Board of Directors' Opinion: In agreement with the Audit Committee's recommendation, the Board of Directors deems it appropriate to propose to the meeting of shareholders the following:

1. It is proposed that shareholders appoint EY Office Limited as the Company's auditor, whose certified public accountants include the following:

- 1) Ms. Bongkot Kriangphanamorn Certified Public Accountant (Thailand)
No. 6777 and/or
- 2) Ms. Chutiwan Chanswangphuwana Certified Public Accountant (Thailand)
No. 8265 and/or
- 3) Ms. Ployjuta Sucanthamal Certified Public Accountant (Thailand)
No. 10678

They will be responsible for giving opinions to and signing the Company's financial statements for Fiscal Year 2026. In this connection, the names of the above three certified public accountants are on the list of the auditors approved by the Office of the Securities and Exchange Commission.

2. It is proposed that shareholders approve the audit fee for the Year 2026 of 1,200,000 baht, an increase from 50,000 baht in 2025.

Voting:

Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 3

Item 8 Other business (if any)

Objective and Rationale: Apart from the various agenda items which the Board of Directors has established for the 2026 Annual Meeting of Shareholders, the Company provides shareholders with an opportunity to propose additional agenda items for the meeting through its website during the period from 1 October 2025 to 31 December 2025. However, it appeared that until the end of the specified period, there was no shareholder proposing any agenda item. On the other hand, in case shareholders want the meeting to consider any matters other than those listed on the agenda set in the notice of the meeting, they are required to comply with the second paragraph of Section 105 of the Public Limited Companies Act B.E. 2535 which states that "After the meeting has finished considering the matters in the first paragraph, **shareholders collectively holding shares amounting to not less than one-third of the total paid-up shares** may request the meeting to consider **matters other than** those indicated in the notice of the meeting".

Board of Directors' Opinion: The Board of Directors deems it appropriate to include this agenda item so that shareholders can ask questions and/or express opinions on various matters without adoption of any resolution. However, in case shareholders wish to propose any matter which requires a resolution, they must comply with

the above-mentioned requirement stipulated in the Public Limited Companies Act B.E. 2535.

The Board of Directors has set the record date on 5 March 2026 for determining the right to attend the Annual General Meeting of Shareholders and vote. You may send questions related to the agenda of this meeting in advance by email to the Company Secretary whose email address is manapan.plo@thanachart.co.th or by post to the Corporate Secretary and Sustainability Management, Thanachart Capital Public Company Limited, whose address is 17th Floor, 444 MBK Tower, Phayathai Road, Wangmai, Pathumwan, Bangkok 10330. In this connection, please give name, address and telephone number that the Company could reach you.

However, if the shareholders wish to attend the Meeting via electronic media (e-AGM), the Company would like to request the shareholders or proxy holders to submit the application form to attend the Meeting through the web browser at <https://sent.inventech.co.th/TCAP802345R/#/homepage> or scan the QR Code provided by the Company, together with the identification documents details appeared in the attachment from Friday, March 27, 2026 until the meeting is adjourned. If any shareholder is unable to attend the e-AGM, the shareholders can assign one of the Company's independent directors to attend the Meeting as his/her proxy. The details and practices for attending the Shareholders' Meeting via electronic media (e-AGM) and proxy appointment are shown in the required documents for attending the meeting (2). This electronic Shareholders' Meeting (e-AGM) system is owned by Inventech Systems (Thailand) Company Limited (the service provider), who provides the electronic meeting control system, Zoom Meeting, which is certified according to the IT security standards of conference control system. The Inventech Connect voting system has undergone a self-assessment of compliance from the Electronic Transaction Development Agency (ETDA), Ministry of Digital Economy and Society.

Yours Sincerely,

Thanachart Capital Public Company Limited

- Manapan Plodpai -

(Ms. Manapan Plodpai)

Company Secretary

By order of the Board of Directors

Notes:

- 1) The Company will make available the Notice of 2026 Annual Meeting of Shareholders as well as supporting documentation on its website whose address is www.thanachart.co.th as from 5 March 2026.
- 2) The Company will commence the registration for attending the Annual General Meeting of Shareholders on 3 April 2026, starting from 12.00 hours.

Corporate Secretary and Sustainability Management:

| | |
|---------------------------------|----------------------------|
| Ms. Manapan Plodpai | Tel. 0-2217-8012 |
| Ms. Pattera Tanapisutsakul | Tel. 0-2217-8000 Ext. 3004 |
| Ms. Jonggonee Kornlikhitphaisan | Tel. 0-2217-8000 Ext. 3009 |