

**MCOT PUBLIC COMPANY LIMITED  
DOCUMENTS OF THE 2026  
ANNUAL GENERAL MEETING OF  
SHAREHOLDERS**

**THURSDAY, APRIL 30, 2026**

**AT 10.30 A.M.**

**VIA ELECTRONIC MEANS (E-AGM)**



**Accordance with the Emergency Decree on Electronic Meetings 2020**

"Shareholders must register through the system to receive the meeting link."

Please submit a request to attend the meeting via a web browser by visiting

<https://fort.inventech.co.th/MCOT571953R/#/homepage>

Or scan this QR code to log in



Pre-registration is available from April 23, 2026, until the conclusion of the meeting.

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**At MCOT, we all work together towards a common goal of promoting transparency and anti-corruption to achieve sustainable development.**

MCOT has adopted an anti-corruption policy against all forms of corruption, which applies to any action taken by MCOT employees. For more information, please visit <https://investor.mcot.net/th/corporate-governance/anti-corruption>



**MCOT Public Company Limited**

Registration number 0107547000745

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[www.mcot.net](http://www.mcot.net)

Ref: MCOT No.6154/803



April 1, 2026

Subject: Invitation to the 2026 Annual General Meeting of MCOT Public Company Limited

To: Shareholders

MCOT Public Company Limited ("MCOT") cordially invites you to the 2026 Annual General Meeting of Shareholders, which will be held electronically (E-AGM) on Thursday, April 30, 2026 at 10:30 a.m.

This meeting will be conducted via the system provided by Inventech Systems Company Limited, which is certified by the Electronic Transactions Development Agency (ETDA). The system supports identity verification, registration, voting, and meeting participation via Zoom, ensuring maximum security in compliance with the Royal Decree on Electronic Meetings B.E. 2563 (2020).

MCOT has set March 20, 2026 as the Record Date to determine shareholders entitled to attend the Annual General Meeting. The meeting agenda is available on the Company's website from April 1, 2026:

<https://investor.mcot.net/th/document/shareholder-meetings>

**Agenda 1: Chairman's Report**

1. Report on Shareholder Rights to Propose Agenda Items and Nominate Candidates for Director Election From October 1 to November 30, 2025, through registered mail, email, and the Company's website. No shareholder submitted any agenda items or nominated any candidates for director election for this meeting.

2. Report on Advance Submission of Questions Regarding the AGM Agenda

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**Agenda 2: To Acknowledge the Company's operating results for the year 2025**

(Required vote: Majority vote of the shareholders present at the meeting and cast their votes)

**Rationale:** Propose that the meeting acknowledge the Company's operating results for the fiscal year 2025, as presented in the Annual Report 2025 (Form 56-1 One Report), Part 1: Business Operations and Operating Results, in QR Code format (Enclosure 3, page 15).

**Opinion of the Board :** Deems it appropriate to propose that the 2025 Annual General Meeting acknowledge the Company's 2025 Operating Performance Report.

**Agenda 3: To Consider and approve the financial statements for the year ended 31 December 2025**

(Required vote: Majority vote of the shareholders present at the meeting and cast their votes)

**Rationale:** The annual financial statements for the year ended December 31, 2025 have been audited and certified by the auditor, EY Office Limited, as well as reviewed by the Audit Committee and approved by the Board of Directors of MCOT, as presented in the Annual Report 2025 (Form 56-1 One Report), Part 3: Financial Statements for the Year Ended December 31, 2025, in QR Code format (Enclosure 4, Document Page 16)

**Opinion of the Board :** Deems it appropriate to propose that the Annual General Meeting approve the 2025 financial statements for the year ended December 31, 2025, which have been audited by the auditor and reviewed by the Audit Committee..

**Agenda 4: To approve abstention of dividend payment for the year 2025**

(Required vote: Majority vote of shareholders present and casting their votes.)

**Rationale:** Article 66 of the Company's Articles of Association stipulates that "the payment of annual dividends shall be made only by a resolution of the Shareholders' Meeting. Subject to Article 68, dividends shall not be paid from funds other than profits, and no dividend shall be paid while the Company has accumulated losses."

The operating results of MCOT for the period from January 1 to December 31, 2025, the Company recorded a loss of THB 308.34 million, representing a net loss attributable to equity holders of the parent of THB 308.27 million, or a loss of THB 0.45 per share.

**Dividend Policy:** Not less than 40% of net profit after allocation of reserves, depending on investment plans, necessity, and other future appropriateness.

**Comparison of Dividend Payment**

Details of Dividend Payment	2025	2024
1. Profit (loss) of the parent company (million Bath)	(308.27)	(316.72)
2. Numbers of shares (million)	687	687
3. Dividend per share (baht: share)	-	-
- Interim dividend (baht: share)	-	-
- Year-end dividend (baht: share)	-	-
4. Total dividend paid (million baht)	-	-
5. Dividend distribution ratio (percentage)	-	-

**Note:** Since 2006, the company has fully allocated 10% of the registered capital for full reserves as required by laws.

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**Opinion of the Board** : The Board deems it appropriate to propose that the Annual General Meeting approve the non-payment of dividends from the operating results of MCOT for the period from January 1 to December 31, 2025, due to the operating loss of THB 308.34 million, representing a net loss attributable to equity holders of the parent of THB 308.27 million, or a loss of THB 0.45 per share.

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**Agenda 5: To Approve director's remuneration for the year 2026**

(Required vote: Not less than two-thirds of the total votes of shareholders present at the meeting.)

**Rationale:** The Compensation Committee has determined the remuneration for the Board of Directors and sub-committees for 2026, applying fair and reasonable criteria aligned with their responsibilities and the scale of the business. The proposal is to set the remuneration framework, meeting attendance fees, and annual bonus for 2026 at the same rates and criteria as 2025, with meeting attendance fees capped at 15 times per year, and to acknowledge the non-payment of the 2025 annual bonus to the Board of Directors (as per Appendix 5, Document Pages 17-18).

**Opinion of the Board** : : The Board deems it appropriate to propose that the Shareholders' Meeting approve the directors' remuneration, comprising compensation, meeting attendance fees, and the annual bonus criteria for 2026 (until any changes are made), and acknowledge the non-payment of the 2025 annual bonus to directors as proposed by the Compensation Committee.

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**Agenda 6: To appoint the auditors and approve the audit fees for the year 2026**

(Required vote: Majority vote of shareholders present and voting)

**Rationale:** Section 71 of the State Fiscal and Financial Discipline Act B.E. 2561 (2018) requires state enterprises to have auditors approved by the Office of the Auditor General of Thailand (OAG). In accordance with OAG Letter No. Tor Phor 0016/10939 dated November 12, 2025, the OAG has approved auditors from Dharmniti Auditing Co., Ltd., who meet the qualifications under the Auditor General's Regulations B.E. 2562 (2019).

For 2026, the Audit Committee proposes appointing Dharmniti Auditing Co., Ltd. to replace EY Office Limited, selected via a procurement process under the Public Procurement Act, B.E. 2560 (2017). This transition aligns with the State Audit Commission's Auditor Rotation policy to strengthen audit independence and reduce risks associated with long-term engagement.

The proposed auditors and their firm, Dharmniti Auditing Co., Ltd., have no relationship or interest with the Company, its subsidiaries, management, major shareholders, or related parties, thereby ensuring independence in auditing and expressing opinions on MCOT's financial statements.

The Board of Directors, as reviewed by the Audit Committee, deems that the three nominated auditors from Dharmniti Auditing Co., Ltd. possess all required qualifications under OAG regulations, with the necessary knowledge, expertise, and experience relevant to the Company's business. The proposed audit fees are appropriate. The Board recommends that the Annual General Meeting approve the appointment of one of the following auditors to review and audit the 2026 financial statements (for the year ending December 31, 2026) of MCOT, with audit fees set at THB 2,500,000:

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1. Ms. Wannisa Ngambuathong CPA Registration No. 6838, or
2. Ms. Chotima Kitsirakorn CPA Registration No. 7318, or
3. Ms. Chutinan Korprasertthaworn CPA Registration No. 9201

(The nominee's profile appears in Enclosure 6, Document Pages 19-20)

Dharmniti Auditing Company Limited is not the auditor for the Company's subsidiaries. The Board will ensure that subsidiaries can prepare their financial statements within the required timeframe.

<b>Audit Fee Comparison for 2026 vs 2025</b>			
	<b>2026(Baht)</b> (Proposal)	<b>2025(Baht)</b>	<b>Decrease</b>
Audit fee	2,500,000.00	3,400,000.00	900,000
Other services	-	-	-

**Opinion of the Board:** Deems it appropriate to propose to the Annual General Meeting of Shareholders for approval the appointment of one of the auditors from Dharmniti Auditing Company Limited as the auditor to review and audit the Company's 2026 financial statements, as follows (biographical information is provided in Enclosure 6, Document Pages 23-24)

1. Ms. Wannisa Ngambuathong CPA Registration No. 6838, or
2. Ms. Chotima Kitsirakorn CPA Registration No. 7318, or
3. Ms. Chutinan Korprasertthaworn CPA Registration No. 9201

The meeting is requested to fix the audit fee for the 2026 fiscal year at THB 2,500,000.00 with no other service fees, as proposed by the Audit Committee after due consideration and review.

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### **Agenda 7: To Approve the appointment new directors in replacement of those who are due to retire by rotation**

(Required vote: Majority vote of shareholders present at the meeting and cast their votes)

#### **Rationale:**

##### **1. Appointment of Directors to Fill Vacancies Before Term Expiration (2025 – 2026)**

Following the 2025 Annual General Meeting of Shareholders, three directors vacated their positions before the expiration of their terms. To ensure operational continuity, the Nomination Committee proceeded to identify qualified individuals with expertise and competencies aligned with the required Skill Matrix for the business, to assume the vacant directorships. The terms of such appointed directors shall be equivalent to the remaining tenure of the original directors.

Prior to the 2026 Annual General Meeting of Shareholders, Associate Professor Isara Sereewatthanawut resigned from his position on March 9, 2026, resulting in a total of four directors vacating their positions before term expiration. Details are set out in the table below:

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Retiring Director	Appointed Director	Term of Office
1. Mr. Suthichai Chuenchoosil (Resigned on November 4, 2024)	Mr. Payungsak Chantrawit (Board Resolution No. 17/2025 dated September 4, 2025)	September 4, 2025 – April 2027
2. Pol.Maj.Gen. Tienchai Kamapaso (Attained the age of 65 on July 5, 2025)	Assoc. Prof. Itsara Sereewattanawut (Board Resolution No. 16/2025 dated August 14, 2025)	August 14, 2025 – April 2027
3. Ms. Wachira Karasut (Resigned on September 30, 2025)	Mr. Anurak Wongwatana (Board Resolution No. 20/2025 dated October 20, 2025)	October 20, 2025 – April 2028
4. Assoc. Prof. Itsara Sereewattanawut (Resigned on March 9, 2026)	Nomination in process	August 14, 2025 – April 2027

## 2. Retirement by Rotation

Pursuant to the Public Limited Companies Act and Article 38 of the Company’s Articles of Association, at each Annual General Meeting, one-third of the directors must retire from office, with the directors who have held office for the longest period being those to retire. For the year 2026, only one (1) director is due to retire by rotation. To comply with the proportion required by law, three (3) other directors (whose terms are scheduled to end in 2027) have expressed their intention to "**voluntarily retire by rotation,**" resulting in a total of four (4) directors retiring, as follows:

No.	Retiring Director	Retirement Reason
1	Mr. Wutipong Jittangsakul	Due for retirement (April 2026)
2	Mr. Chatchai Thnarudee	Voluntary retirement
3	Associate Professor Puris Sornsaruht	
4	Ms. Sutisa Prathumkul	

The Board of Directors of MCOT (excluding directors with a conflict of interest in this agenda item) has endorsed the recommendation of the Nomination Committee. The Committee conducted a thorough and cautious screening process in accordance with the Board Skill Matrix, ensuring that the directors' compositions and qualifications align with the strategic requirements and operational necessities of the business. The evaluation focused on three(3) retiring directors who possess expertise consistent with essential skills and have demonstrated exceptional performance in their roles within the Board and its sub-committees. Having consistently dedicated their time to the Company’s affairs, their re-appointment for another term will ensure the continuity of the corporate strategy and the business turnaround plan, ultimately serving the best interests of the organization and its shareholders.

Furthermore, the Board has assessed the qualifications of the nominee for the independent director position and confirmed that they fully comply with the Company’s definition of an independent director and the principles of good corporate governance for listed companies. The nominee is capable of providing independent opinions in accordance with relevant regulations. Consequently, the Board resolved to propose the re-election of the three (3) retiring directors and the election of one external qualified expert, totaling four (4) nominees for election as directors of MCOT Public Company Limited, as follows:

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1. Mr. Wuttipong Jittangsakul Director (Re-election for another term)
2. Mr. Chatchai Tanaruedee Independent Director (Re-election for another term)
3. Ms. Sutisa Pratumkul Independent Director (Re-election for another term)
4. Assoc.Prof.Sanyalux Panwattanalikit. Independent Director  
(To replace Assoc.Prof. Puris Sornsaruht)

MCOT provided an opportunity for shareholders to propose agendas and nominate candidates for directorship in advance, in accordance with the criteria announced on the Company's website during the period from October 1 to November 30, 2025. As a result, no shareholder submitted any agenda or proposed any candidate for directorship to the Company.

(Profiles of the directors appear in Enclosure 7, Document Pages 21-45)

**Opinion of the Board:** Deems it appropriate to propose to the Annual General Meeting as follows:

1. Acknowledge the appointment of the three (3) directors to fill casual vacancies:
  - 1.1 Mr. Payungsak Chantrawit Independent Director
  - 1.2 Assoc.Prof.Itsara Sereewattanawut Independent Director
  - 1.3 Mr. Anurak Wongwatana Independent Director
2. Approve the election of the four (4) directors to replace those retiring by rotation:
  - 2.1 Mr. Wuttipong Jittangsakul Director (re-elected)
  - 2.2 Mr. Chatchai Tanaruedee Independent Director (re-elected)
  - 2.3 Ms. Sutisa Pratumkul Independent Director (re-elected)
  - 2.4 Assoc.Prof.Sanyalux Panwattanalikit. Independent Director  
(To replace Assoc.Prof Puris Sornsaruht)

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**Agenda 8: To consider and approve the increase in the number of directors and the appointment of new director.**

**Rationale** : To enhance governance efficiency and support the Company's operational strategy, the Board proposes an increase in the total number of directors from 10 to 12.

The Nomination Committee has conducted a recruitment process in compliance with relevant laws and regulations and has identified two (2) qualified individuals with the specialized expertise required to serve as new directors:

1. Asst.Prof. Wanwichit Boonprong Independent Director
2. Mr. Jedsada Pongtanatanawat Independent Director

(Detailed profiles of the new directors are provided in Attachment 7, Pages 46-49)

**Opinion of the Board** : Deems it appropriate to propose that the Annual General Meeting approve the increase in the number of directors from 10 to 12 and the election of the following two new directors:

1. Asst.Prof. Wanwichit Boonprong Independent Director
2. Mr. Jedsada Pongtanatanawat Independent Director

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**Agenda 9: Other Matters (if any)**

Shareholders are invited to ask questions and express their opinions to the Board of Directors. No further matters will be presented for approval, and no voting will take place under this agenda.

Sincerely yours,



(Mr. Pavarit Phudphong)

Authorized Director

MCOT Public Company Limited



(Mr. Anurak Wongwatana)

Authorized Director

MCOT Public Company Limited

Company Secretary

Division, Office of the Chief Executive Officer

Tel: 0 2201 6454, 0 2201 6491, 0 2201 6151

**Notes:**

1. Meeting Procedures and Registration: Shareholders may study the procedures for registration, meeting attendance, proxy granting, and pre-meeting question submission in the "E-AGM User Manual and Proxy Method Guidelines" (Attachment 1). The Company will open the system for registration and meeting room access starting from 08:30 hrs. onwards on the meeting date.

2. Proxy Appointment: Shareholders who wish to appoint the Company's Independent Directors or any other person as their proxy to attend and vote on their behalf are requested to complete and sign Proxy Form A, B, or C. Please attach the required supporting documents and submit them to MCOT Plc. at least 1-2 business days prior to the meeting date. MCOT reserves the right to deny registration if the submitted documents are incomplete or incorrect.

3. Contact Channels for E-AGM Inquiries: Should you encounter any technical difficulties or have inquiries regarding registration and attendance via electronic media (E-AGM), please contact :

Inventech Systems Co., Ltd. (the E-AGM service provider)



: 02 460 9225



: @inventech.co.th or scan the QR Code.



Support services are available from April 23 – 30, 2026, between 08:30 – 17:30 hrs.

(Available only on business days, excluding weekends and public holidays.)"

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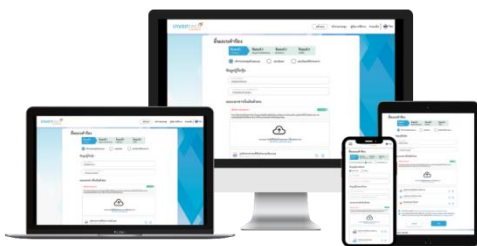
MCOT has adopted an anti-corruption policy against all forms of corruption, which applies to any action taken by MCOT employees.  
For more information, please visit <https://investor.mcot.net/th/corporate-governance/anti-corruption>

## Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

### Step for requesting Username & Password from via e-Request system

1. Shareholders must submit a request to attend the meeting by electronic Means via Web Browser at <https://fort.inventech.co.th/MCOT571953R/#/homepage> or scanning QR Code and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
  - Step 1 Fill in the information shown on the registration
  - Step 2 Fill in the information for verify
  - Step 3 Verify via OTP
  - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information

**\*\* Merge user accounts, please using the same email and phone number \*\***

- 3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 23 April 2026 at 8:30 a.m. and shall be closed on 30 April 2026 Until the end of the meeting.

3. The electronic conference system will be available on **April 30, 2026 at 8:30 a.m.** (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

## Appointment of Proxy to the Company's Directors

Shareholders who wish to authorize one of the Company's Independent Directors to attend and vote on their behalf may submit a request to attend the meeting electronically in accordance with the specified procedures, or send the proxy form together with the required documents to the Company by mail at the following address:

MCOT Public Company Limited

Corporate Secretary 63/1 Rama 9 Road, Huai Khwang Bangkok 10310

The proxy form and required documents must be received by the Company no later than April 29, 2026 at 5.00 p.m.

## If you have any problems with the software, please contact Inventech Call Center



02-460-9225



@inventechconnect



The system available during April 23 - 30, 2026 at 08.30 a.m. – 05.30 p.m.  
(Specifically excludes holidays and public holidays)



Report a problem

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### Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote

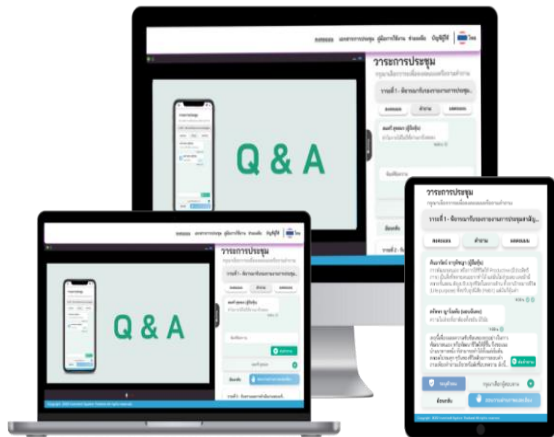


To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

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## Step to ask questions via Inventech Connect



- Select which agenda
  - Click on “Question” button
- 1 Ask a question
  - Type the question then click “Send”
- 2 Ask the question via video
  - Click on “Conference”
  - Click on “OK” for confirm your queue
  - Please wait for the queue for you then your can open the microphone and camera

## How to use Inventech Connect



### User Manual and Video of using Inventech Connect

\* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

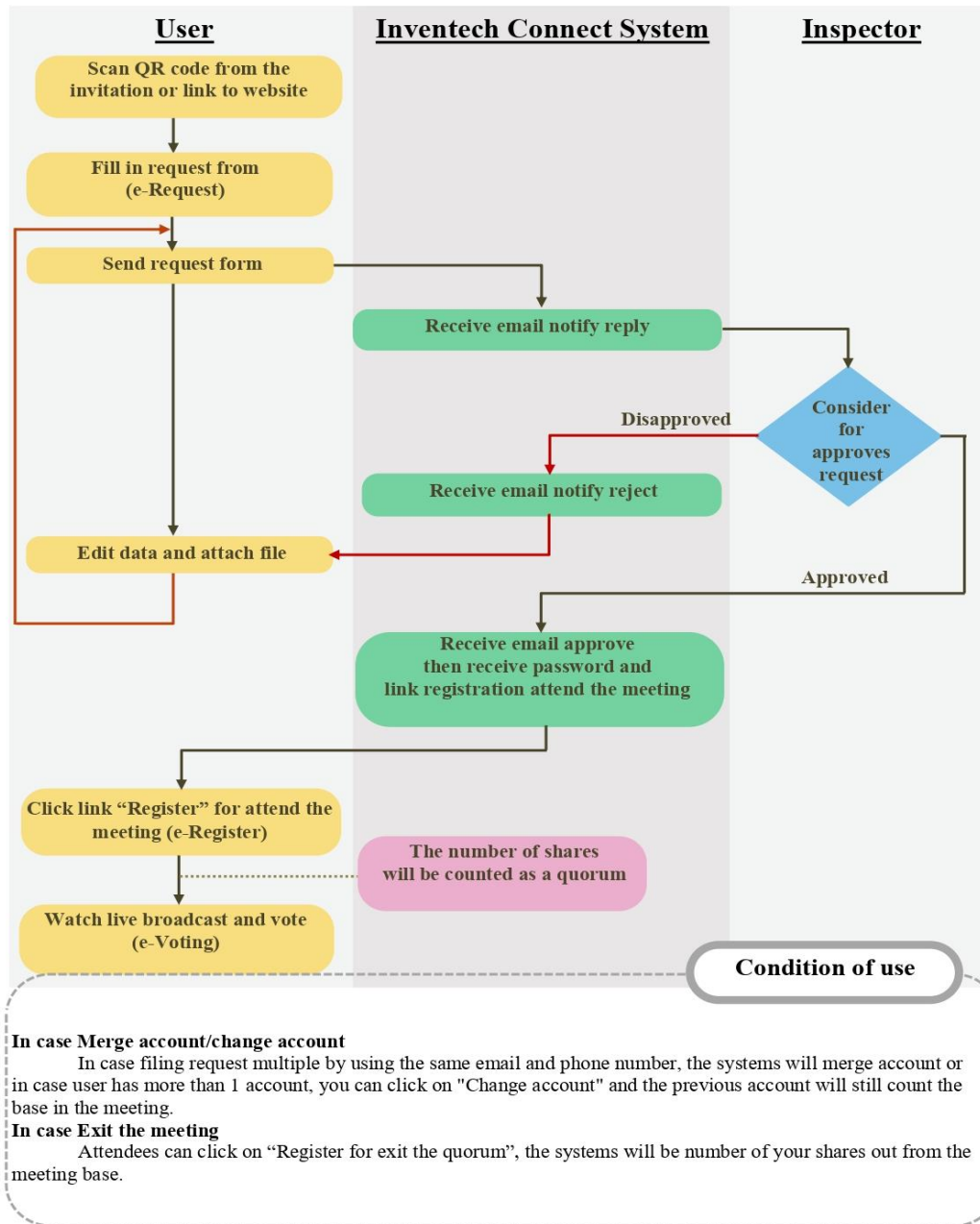
1. Internet speed requirements
  - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
  - High Quality Video: Must be have internet speed at 1.0 Mbps.
  - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
  - Smartphone/Tablet that use IOS or android OS.
  - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge

**\*\* The system does not supported internet explorer.**

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**Guidelines for attending of Electronic Meeting**



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Enclosure 2

### E-AGM Registration Form Inventech Connect

Written at: .....  
Date: ..... Day ..... Month ..... B.E. ....  
I, ....., Nationality .....  
Residing at No. .... Road ..... Sub-district .....  
District ..... Province ..... Postal Code .....  
Email: ..... Telephone: .....  
Being a shareholder of MCOT Public Company Limited ("the Company"), holding a total of..... shares.


I hereby confirm my intention to attend the Annual General Meeting of Shareholders for the Year 2026, which will be held on Thursday, April 30, 2026, at 10:30 AM, via electronic media (E-AGM).

Attend the E-AGM in person and request the Company to send the Username and Password, together with the Web Link for meeting attendance, to the following contact:  
Email: ..... Mobile Phone No.: .....

Appoint Mr./Mrs./Ms. .... as my proxy to attend the meeting on my behalf and request the Company to send the Username and Password, together with the Web Link, to the proxy at the following contact:  
Email: ..... Telephone: .....

Signed ..... Shareholder  
(.....)  
Signed ..... Proxy  
(.....)

Contact Channels for Inquiries Regarding Registration and Attendance via Electronic Media (E-AGM) Should you encounter any technical difficulties or have inquiries regarding registration and meeting attendance, please contact:  
Inventech Systems Co., Ltd. (E-AGM Service Provider)

 : 02 460 9225

 : @inventech.co.th or scan the QR Code.



Registration and System Access To submit a request to attend the meeting via web browser, please visit:

<https://fort.inventech.co.th/MCOT571953R/#/homepage> Or scan this QR Code to access the system:



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**Annual Registration Statement Form 56-1 One Report  
QR Code  
(Document for Agenda 2)**



**Using QR Code to Download the Annual Registration Statement Form 56-1 One Report  
For iOS (iOS 11 and above)**

1. Open the Camera on your mobile phone.
2. Scan the QR Code.
3. A notification will appear at the top of the screen. Tap on the notification to view the meeting documents.

**Note:** If the notification does not appear on your mobile phone, shareholders can scan the QR Code using other applications, such as QR Code Reader, Facebook, or Line.

**For Android**

Open a QR code reader application, such as a QR Code Reader app, Facebook, or Line.

**How to scan a QR Code using Line:**

- 1.1 Open Line and select "Add Friend".
- 1.2 Select the "QR Code" icon.
- 1.3 Scan the QR Code.

Scan the QR Code to view the meeting documents.

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**Enclosure 4**

**Auditor's Report and Financial Statements  
of MCOT Public Company Limited and its Subsidiaries  
For the Year Ended December 31, 2026  
QR Code  
(Document for Agenda 3)**



**Using QR Code to Download the Auditor's Report and Financial Statements**

**For iOS (iOS 11 and above)**

1. Open the Camera on your mobile phone.
2. Scan the QR Code.
3. A notification will appear at the top of the screen. Tap on the notification to view the meeting documents.

**Note:** If the notification does not appear on your mobile phone, shareholders can scan the QR Code using other applications, such as QR Code Reader, Facebook, or Line.

**For Android**

1. Open a QR code reader application, such as a QR Code Reader app, Facebook, or Line.

**How to scan a QR Code using Line:**

- 1.1 Open Line and select "Add Friend".
  - 1.2 Select the "QR Code" icon.
  - 1.3 Scan the QR Code.
2. Scan the QR Code to view the meeting documents.

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**Details of Remuneration of Company’s Directors  
(Document for Agenda 5)**

The Board of Directors of MCOT has resolved to propose the criteria for directors’ remuneration, meeting allowances, other benefits, and bonuses for the year 2026, which remain at the same rates as those of 2025, for the Annual General Meeting of Shareholders’ approval as follows

1. Remuneration	Comparison of Remuneration between 2026 and 2025			
	Monthly Remuneration		Meeting Allowance (Only for attendees)	
	2026	2025	2026	2025
1) Board of Directors				
- Chairman	30,000	30,000	20,000/time	20,000/time
- Director	15,000	15,000	(max 15 times/year)	(max 15 times/year)
2) Audit Committee				
- Chairman	12,500	12,500	5,000/month	5,000/month
- Director	10,000	10,000	5,000/month	5,000/month
3) Nomination Committee	-	-	10,000/month	10,000/month
4) Remuneration Committee	-	-	10,000/month	10,000/month
5) Risk Management Committee	-	-	10,000/month	10,000/month
6) Corporate Governance and Sustainability Committee	-	-	10,000/month	10,000/month
7) Labor relations Committee	-	-	10,000/month	10,000/month
8) Committees, Subcommittees, and Various Working Groups Specifically, the directors of MCOT who have been appointed by the Board of Directors of MCOT	-	-	10,000/month	10,000/month
2. Other benefits	None		None	
3. Director’s Bonus	Not exceeding 0.25% of the net profit and not exceeding Baht 500,000.- / Director		Not exceeding 0.25% of the net profit and not exceeding Baht 500,000.- / Director	
<b>Note</b>	<p>1. *The Chairman of all committees shall receive 25% of additional allowance. *(unchanged)</p> <p>2. Remuneration of members of the Board of Directors and the Audit Committee, who take up their position in the middle of the month, shall be calculated in accordance with the length of their taking up position.</p> <p>3. Directors shall receive the meeting allowances from only two committees, not more than once per month per committee. (unchanged)</p> <p>4. Meeting allowances are paid in case of being present in the meetings only.</p>			

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**Annual Bonus Payment Criteria**

The Criteria for bonus payment for Directors in 2026 will remain the same as in 2025 and are subject to change in accordance with the resolution of the Annual General Meeting of Shareholders, as follows:

**Bonus of the Board of Directors for the year 2026**

Directors' Bonus Not exceeding 0.25% of the net profit and not exceeding Baht 500,000.- / Director

In case that MCOT receives the Performance score lower than 3.00 the bonus for Directors shall be reduced proportionately as follows:

- **Lower than 3.00 but not lower than 2.50 points : 25% decrease per person**
- **Lower than 2.50 but not lower than 2.00 points : 50% decrease per person**

**The Chairman and The Vice Chairman will receive additional bonus of 25% and 12.5%, respectively.**

**2025 Director's Bonus**

The Board of Directors of MCOT has resolved to omit the payment of the annual bonus for the year 2025, as the Company reported an operating loss.

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**Curriculum Vitae of the Company's Auditor**  
**Dharma Accounting Examination Company Limited**  
**(Document for agenda item 6)**



**Proposed Auditor No. 1**

Miss Wannisa Ngambuathong

**Certified Public Accountant (CPA)**

Registration No. 6838

**Position: Partner**

Audit Experience: Over 30 years

**Education**

- Master of Business Administration (MBA) in Management, Srinakharinwirot University (Prasarnmit)
- Bachelor of Accountancy in Accounting, Bangkok University
- Graduate Diploma in Auditing, Chulalongkorn University

**Experience as Auditor of Listed Companies**

- Triton Holding Public Company Limited
- Siam Steel International Public Company Limited
- Richy Place 2002 Public Company Limited

**Years as Auditor of MCOT**

First year (Year 1)

**Contact Information**

Dharma-niti Auditing Company Limited

Tel: 0 2596 0500 ext. 610

Email: wannisa.n@daa.co.th

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**Proposed Auditor No. 2**  
Miss Chotima Kitsirakorn  
**Certified Public Accountant (CPA)**  
Registration No. 7318  
**Position:** Partner  
Audit Experience: Over 25 years

**Education**

- Bachelor of Business Administration in Accounting (B.B.A.), Ramkhamhaeng University
- Certificate in Thai Financial Reporting (TFRS), Federation of Accounting Professions (FAP)

**Experience as Auditor of Listed Companies**

- NEP Real Estate and Industry Public Company Limited
- Bangkok Asset Intergroup Public Company Limited
- Areeya Property Public Company Limited

**Years as Auditor of MCOT**

First year (Year 1)

**Contact Information**

Dharma-niti Auditing Company Limited  
Tel: 0 2596 0500 ext. 607  
Email: chotima.k@daa.co.th



**Proposed Auditor No. 3**  
Miss Chutinan Korpresertthavorn  
**Certified Public Accountant (CPA)**  
Registration No. 9201  
**Position:** Partner  
Audit Experience: Over 20 years

**Education**

- Bachelor of Business Administration (B.B.A.) in Accounting, Rajamangala University of Technology Thanyaburi

**Experience as Auditor of Listed Companies**

- BGT Corporation Public Company Limited
- Richy Place 2002 Public Company Limited
- NEP Real Estate and Industry Public Company Limited

**Years as Auditor of MCOT**

First year (Year 1)

**Contact Information**

Dharma-niti Auditing Company Limited  
Tel: 0 2596 0500 ext. 616  
Email: chutinant.k@daa.co.th

Furthermore, the three individuals proposed as auditors of MCOT Public Company Limited have no relationship or interest (other than the provision of audit services) with the Company, its subsidiaries, management, major shareholders, or related persons of such parties that would compromise their independence in performing their duties.

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## **Opinion of the Board of Directors Profiles of Nominees for Directorship (Document for Agenda 7)**

1. Following the 2025 Annual General Meeting, the Board of Directors of MCOT consisted of ten (10) directors. In the interval leading up to the 2026 AGM, four (4) directors vacated their offices before completing their tenures, as detailed below:

- 1) Mr. Suthichai Chuenchusoophil (resigned on November 4, 2024)
- 2) Pol. Maj. Gen. Thienchai Kamapaso (reached the age of 65 on July 5, 2025)
- 3) Ms. Wachira Karsuth (resigned on September 30, 2025)
- 4) Assoc. Prof. Isara Sereewatthanawut (resigned on March 9, 2026)

To ensure continuity of the Company's operations, the Nomination Committee conducted a recruitment process to identify qualified individuals to fill the vacancies, resulting in the appointment of three (3) directors as follows:

- 1) Mr. Payungsak Charnduaywit replace Mr. Suthichai Chuenchusoophil (resigned on November 4, 2024)
- 2) Assoc. Prof. Isara Sereewatthanawut replace Pol. Maj. Gen. Thienchai Kamapaso (reached the age of 65 on July 5, 2025)
- 3) Mr. Anurak Wongwatana replace Ms. Wachira Karsuth (resigned on September 30, 2025)

2. For the 2026 Annual General Meeting of Shareholders, only one (1) director was due to retire by rotation. However, in accordance with the Public Limited Companies Act and the Company's Articles of Association (Article 38), which require that at each Annual General Meeting one-third of the directors retire from office, three (3) additional directors voluntarily retired by rotation. As a result, a total of four (4) directors will retire by rotation at this meeting:

- 1) Mr. Vuthiphong Jittungsakul due for retirement (April 2026)
- 2) Mr. Chatchai Thanaruttee voluntary retirement by rotation
- 3) Assoc. Prof. Phurit Sornsarut voluntary retirement by rotation
- 4) Ms. Suthisa Prathumkul voluntary retirement by rotation

3. To enhance the effectiveness of the Company's governance and align with its operational strategy, the Board of Directors has proposed to increase the number of directors from ten (10) to twelve (12) in order to elect two (2) new directors:

- 1) Asst.Prof. Wanwichit Boonprong to be elected as Independent Director
- 2) Mr. Jedsada Pongtanatanawat — to be elected as Independent Director

The Board assigned the Nomination Committee to conduct the recruitment of candidates for director election, based on the Board's Skill Matrix, qualifications required for the Company's business operations, alignment with the Company's strategy, and the organization's core competencies. The Nomination Committee's recommendations were submitted to the Board of Directors of MCOT for approval, after which they were proposed to the 2026 Annual General Meeting of Shareholders.

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and anti-corruption to achieve sustainable development.**

In accordance with the criteria published on the Company’s website, shareholders were given the opportunity to propose agenda items and nominate director candidates from October 1 to November 30, 2025. No shareholder submitted any agenda items or director nominations to the Company.

Pursuant to Section 12/1 of the Act on Qualifications of Directors and Employees of State Enterprises, which requires that at least one-third of the directors of a state enterprise be selected from the Ministry of Finance’s Directors’ Pool, and in compliance with the Securities and Exchange Commission’s Circular No. Gor Tor. Gor. (Nor.) 30/2552 dated October 21, 2009, which requires that at least one-third of the Board of Directors consist of independent directors, MCOT is required to have five (5) directors from the Directors’ Pool and five (5) independent directors. Currently, the Board of Directors of MCOT comprises four (4) directors from the Directors’ Pool and seven (7) independent directors. (Qualifications of independent directors appear in Enclosure 8.)

The Nomination Committee conducted the recruitment process to identify individuals with the appropriate qualifications and expertise, based on the Board’s Skill Matrix, qualifications required for the Company’s business operations, alignment with the Company’s vision and strategy, and the organization’s core competencies.

1. Qualifications based on the composition of the Board of Directors, as required and necessary for the business operations of MCOT Public Company Limited, organizational skill matrix, 17 areas of expertise, totaling 18 specializations.



2. Possess the qualifications and not have any prohibited characteristics as stipulated in the relevant regulations and laws, including:

- The Qualifications Standards for Directors and State Enterprise Employees Act B.E. 2518 (1975) and amendments thereto
- The Public Limited Companies Act B.E. 2535 (1992)
- The Securities and Exchange Act B.E. 2535 (1992)
- The Articles of Association of MCOT Public Company Limited

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3. Selection of Independent Directors In accordance with MCOT's Corporate Governance Policy, at least one-third (1/3) of the total board members shall be independent directors.

Nominees for independent director positions shall have the qualifications prescribed by the Company.

The Board of Directors (excluding directors with a potential conflict of interest in this agenda item) has meticulously deliberated and screened the candidates in alignment with the Nomination Committee's criteria and the Board Skill Matrix. The Board concurs with the Committee's recommendation that the following four (4) nominees possess the requisite expertise and experience beneficial to the Company's operations. Accordingly, the Board proposes the re-election of three (3) retiring directors for another term and the election of one (1) external qualified expert to the Board, as follows:

- 1) Mr. Vuthiphong Jittungsakul                      Director                      (re-appointed for another term)
- 2) Mr. Chatchai Thanarutee                      Independent Director (re-appointed for another term)
- 3) Ms. Suthisa Prathumkul                      Independent Director (re-appointed for another term)
- 4) Assoc.Prof.Sanyalux Panwattanalikit      Independent Director  
(replace Assoc.Prof.Purit Sornsaruht)

In addition to the re-election of directors to replace those retiring by rotation to maintain the current board size of ten (10) members, the Board of Directors has reviewed the organizational structure to enhance operational efficiency in alignment with the Company's strategic plan. Consequently, the Board deems it appropriate to propose an expansion of the board size from ten (10) to twelve (12) directors. Accordingly, the Board proposes the election of two (2) additional qualified candidates to serve as independent directors, namely:

- 1) Asst.Prof. Wanwichit Boonprong      Independent Director
- 2) Mr. Jedsada Pongtanatanawat      Independent Director

(Nominee profiles and details are provided on pages 24–49.)

## Director Appointed to Fill a Casual Vacancy



**MR. Payungsak Charnduayvidya** Age : 60

**Proposed Position** : Independent Director

### Terms of Directorship at MCOT

Term	Period	Resolution	Term of Directorship
1	4 September 2025 – April 2027	Board Resolution No.17/2025 September 4, 2025 Replacing Mr.Suttichai Chuenchoosilp	1 Year 7 Months

### Positions in MCOT

- Director
- Member of the Corporate Governance Committee
- Member of The Executive Committee

### 2025 Meeting Attendance Record:

- The Board of Directors : 8/8 (100%)
- The Corporate Governance Committee : 1/1 (100%)
- The Executive Committee : 2/2 (100%)
- Shareholder : N/A

### Education

- Master's Degree in Business Administration, Major in Management, National Institute of Development Administration (NIDA)
- Bachelor's Degree in Communication Arts, Major in Advertising, Chulalongkorn University

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**Certifications, Thai Institute of Directors Association (IOD)**

- Planned to attend training within 2026

**Other Training**

- Digital Transformation for CEO Program by Nation Multimedia Group Pcl.
- The Next Tycoon Program: “Explore The Future With Unlimited Opportunities” by The Next Institute, Shinawatra University
- Financial Planning and Investment Program by the Association of Thai Securities Companies
- Digital Marketing Certificate Program by the Faculty of Commerce and Accountancy, Thammasat University

**Specific knowledge and expertise**

- Organizational Management
- Human Resource Management
- Mass Communication & Multimedia
- Marketing and sales
- Strategic Development Planning
- Business Administration

**Directorships / Management Positions in Other Entities:****Listed Companies on the Stock Exchange of Thailand : 1 Entity**

- Director, MCOT Public Company Limited

**Non-Listed Companies / Other Organizations : 3 Entities**

- Distinguished Member of the Board, The Office of Small and Medium Enterprises Promotion (OSMEP)
- Advisor to the President of the Tourism Council of Thailand
- Advisor to the Royal Celebration Project in Honor of His Majesty the King, Siriraj Hospital

**Work Experience during the Past 5 Years**

- 2023–2025 Director and Chief Executive Officer, Brandman Co., Ltd.
- 2019–2023 Deputy Chief Marketing Officer, Rend Development Co., Ltd.
- 2018–2023: Project Director, Thaicom Foundation

**Qualifications of the Director**

Family relationships among Directors and Executives : None

Positions with potential conflict of interest with MCOT Plc. : None

Compliance with Cabinet Resolution (24 Jan 2011) regarding : Yes

State Enterprise appointments

Compliance with legal requirements and Capital Market Supervisory Board regulations: Yes

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**Shareholding Proportion in MCOT Plc.** : None

**Background of illegal conduct during the past 10 years** : None

**Additional qualifications for independent directors**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Criteria and Procedures for Director Recruitment**

1. Possess qualifications in accordance with the composition and qualifications of the Board of Directors, as required and essential for the business operations of MCOT Public Company Limited (Skill Matrix)

2. Qualifications as prescribed by relevant laws, regulations, and criteria: The Standard Qualifications for State Enterprise Directors and Employees Act B.E. 2518 and its amendments, the Public Limited Companies Act B.E. 2535, the Securities and Exchange Act B.E. 2535, and the Articles of Association of MCOT Public Company Limited.

**Rationale for Selection as Director**

Mr. Payungsak Charnduayvidya possesses knowledge and expertise in organizational management, human resource management, business administration, marketing and sales, strategic development planning, and mass media and multimedia. He has experience in the media business and specializes in digital and technology, which will be beneficial to driving the organization at present.

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## Director Appointed to Fill a Casual Vacancy



**Associate Professor Issara Sereewatthanawut**      Age : 43

**Proposed Position** : Independent Director

### Terms of Directorship at MCOT

Term	Period	Resolution	Term of Directorship
1	August 14, 2025 – April 2027	Board Resolution No. 16/2025 August 14, 2025 ; Replacing Pol. Maj. Gen. Thianchai Kamapaso.	1 Year 8 Months

### Positions in MCOT

- Chairman of the board

### 2025 Meeting Attendance Record:

- |                          |     |          |
|--------------------------|-----|----------|
| • The Board of Directors | 8/9 | (88.89%) |
| • Shareholders           | N/A |          |

### Education

- Doctor of Philosophy (Engineering), Imperial College London, United Kingdom
- Honorary Doctorate in Law, Mahachulalongkornrajavidyalaya University
- Honorary Doctorate in Political Science, Ramkhamhaeng University
- Honorary Doctorate in Public Administration, Rajamangala University of Technology Rattanakosin
- Master of Public Administration, Ramkhamhaeng University
- Bachelor of Engineering (First-Class Honors), Chulalongkorn University

### Certifications, Thai Institute of Directors Association (IOD)

- Planned to attend training within 2026

**At MCOT, we all work together towards a common goal of promoting transparency and anti-corruption to achieve sustainable development.**

**Other training**

- Certificate in Public and Private Management (GPP), National Institute of Development Administration (NIDA)

**Specific knowledge and expertise**

- Law and Corporate Governance
- Organization and Human Resource Management
- Strategic Planning and Development
- Telecommunications and Information Technology (IT)

\*State Enterprise Director's Pool (1/2023)

**Directorships / Management Positions in Other Entities:**

**Listed Companies on the Stock Exchange of Thailand : 1 Entity**

- Chairman of the board , MCOT Public Company Limited

**Non-Listed Companies / Other Organizations : 4 Entities**

- Secretary General, King Prajadhipok's Institute
- Director, Government Pharmaceutical Organization
- Director, General Hospital Products Public Company Limited
- Director, Marketing Organization for Farmers

**Work Experience during the Past 5 Years**

- 2024 Deputy Secretary General, King Prajadhipok's Institute
- 2023 Advisor to the Secretary-General, King Prajadhipok's Institute

**Qualifications of the Director**

Family relationships among Directors and Executives : None

Positions with potential conflict of interest with MCOT Plc. : None

Compliance with Cabinet Resolution (24 Jan 2011) regarding : Yes

State Enterprise appointments

Compliance with legal requirements and Capital Market Supervisory Board regulations : Yes

**Shareholding Proportion in MCOT Plc. : None**

**Background of illegal conduct during the past 10 years : None**

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**Additional qualifications for independent directors nominated**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

<b>Relationship</b>	<b>Qualifications</b>	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Criteria and Procedures for Director Recruitment**

1. Possess qualifications in accordance with the composition and qualifications of the Board of Directors, as required and essential for the business operations of MCOT Public Company Limited (Skill Matrix)

2. Qualifications as prescribed by relevant laws, regulations, and criteria: The Standard Qualifications for State Enterprise Directors and Employees Act B.E. 2518 and its amendments, the Public Limited Companies Act B.E. 2535, the Securities and Exchange Act B.E. 2535, and the Articles of Association of MCOT Public Company Limited.

**Rationale for Selection as Director**

Associate Professor Issara Sereewatthanawut, Secretary-General of King Prajadhipok’s Institute, possesses knowledge and expertise in law, organizational management, human resource management, strategic development planning, telecommunications, and IT. He is also listed in the State Enterprise Director Candidate Pool (No. 1/2026) in three fields: 1. Public Sector Management, 2. Project Management, and 3. Engineering. MCOT Public Company Limited will benefit from his experience, which aligns with the current needs and requirements, in overseeing and setting the direction for driving sustainable business growth.

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## Director Appointed to Fill a Casual Vacancy



**Mr. Anurak Wongwattana** Age: 57

**Proposed Position** : Independent Director

### Terms of Directorship at MCOT

Term	Period of tenure	Appointing Resolution	Term of Directorship
1	October 20, 2025 – April 2027	Board Resolution No. 20/2025 October 20, 2025 ; Replacing Ms. Wachira Karnsut	2 Year 6 Monts

### Positions in MCOT

- Director, MCOT Public Company Limited
- Member of the Remuneration Committee
- Member of the Executive Committee

### 2025 Meeting Attendance

- Board of Directors: 4/5 meetings (80.00%)
- Remuneration Committee: 1/1 meeting (100.00%)
- Executive Committee: 2/2 meetings (100.00%)
- Shareholders N/A

### Education

- Bachelor of Communication Arts, Suan Sunandha Rajabhat University
- Master of Public and Private Management, Kasetsart University
- Master of Business Administration, Burapha University

### Certifications, Thai Institute of Directors Association (IOD)

- Planned to attend training within 2026

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**Others Training**

- Banking Financial Crime Investigation Program
- Personal Data Protection Management Program
- Virtual Connect: Future Skills Program
- Development Program
- Risk of AI in Banking Program
- PDPA for HR Program
- Senior Executive Program in Knowledge Management and Business Collaboration (Thailand-China)
- Innovative Business Executive Development Program
- Financial Executive Development Program

**Specific knowledge and expertise**

- Organizational Management
- Human Resource Management
- Business Administration
- Mass Communication & Multimedia

**Directorships / Management Positions in Other Entities:****Listed Companies on the Stock Exchange of Thailand**

- None -

**Non-Listed Companies / Other Organizations      1 Company**

- Senior Executive Vice President Human Resources Group

**Work Experience during the Past 5 Years**

- 2023 – Sept 2025 : Executive Vice President, Human Resources Management Line, Government Savings Bank
- 2020 – 2023 : Inspector, Government Savings Bank

**Qualifications of the Director**

Family relationships among Directors and Executives : None  
Positions with potential conflict of interest with MCOT Plc. : None  
Compliance with Cabinet Resolution (24 Jan 2011) regarding State Enterprise appointments : Yes  
Compliance with legal requirements and Capital Market Supervisory Board regulations : Yes

**Shareholding Proportion in MCOT Plc.** : None

**Background of illegal conduct during the past 10 years** : None

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### Criteria and Procedures for Director Recruitment

1. Possess qualifications in accordance with the composition and qualifications of the Board of Directors, as required and essential for the business operations of MCOT Public Company Limited (Skill Matrix)
2. Meet the qualifications prescribed by relevant laws, regulations, and applicable criteria, including: The State Enterprise Director and Employee Standard Qualifications Act, B.E. 2518 (1975) and its amendments The Public Limited Companies Act, B.E. 2535 (1992) The Securities and Exchange Act, B.E. 2535 (1992) The Articles of Association of MCOT Public Company Limited

### Rationale for Selection as Director

Mr. Anurak Wongwatthana, Deputy Director of Government Savings Bank (Human Resources Group), possesses knowledge, expertise, and experience in management and business administration, particularly in human resource management, which is essential to the current situation of the organization. With his experience working with large government agencies and private sector organizations, he is able to apply his knowledge and experience to develop financial operations, organizational management, business administration, and new business development in an effective manner that aligns with the organization's key performance indicators.

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**Training at the Thai Institute of Directors Association (IOD)**

- Director Certification Program (DCP), Class 295/2020
- Director Accreditation Program (DAP), Class 172/2020

**Other Training**

- Senior Executive Program, Class 30, Capital Market Academy (CMA), The Stock Exchange of Thailand

**Expertise and Proficiency**

- Economics, Finance, and Banking
- Organizational Management
- Risk Management and Internal Control
- Human Resource Management
- Strategy and Development Planning
- Accountancy

\*State Enterprise Director’s Pool (1/2026)

**Director/Management Positions in Other Entities**

**Listed on the Stock Exchange of Thailand**

- Director ,MCOT Public Company Limited

**Non-Listed companies/Other Organizations 3 entities**

- Chairman of the Board, Islamic Bank of Thailand Asset Management Company Limited
- Director, TRIS Corporation Company Limited

**Work Experience – Last 5 Years**

- Present: Inspector General, Ministry of Finance
- 2020 – 2023: Advisor on Fiscal Economics, Fiscal Policy Office
- 2019 – 2020: Deputy Director General, Fiscal Policy Office

**Directorships/ Management Positions**

**Listed Company – (SET) : 1 entity**

- MCOT Public Company Limited

**Non - Listed Company - The Stock Exchange of Thailand : 2 entities**

- Chairman of the Board, Islamic Bank of Thailand Asset Management Co., Ltd.
- Director, Tris Corporation Company Limited

**Work Experience during the Past 5 Years**

- Present : Inspector General, Ministry of Finance
- 2020 – 2023 - Executive Director of the Savings and Investment Policy Bureau, Fiscal Policy Office
- 2019 – 2020 - Deputy Director-General of Fiscal Policy Office

**Qualifications of the Director**

Family relationship with directors and executives	: None
Holding positions at other companies which may cause a conflict of interest to MCOT	: None
Qualification according to Cabinet’s Resolution on January 24, 2011 regarding the appointment of High-level government officials or persons as directors in many state enterprise	: Yes
Qualification according to the laws and does not have prohibited qualification according to Notification of the Securities and Exchange Commission, Thailand	: Yes

**At MCOT, we all work together towards a common goal of promoting transparency and anti-corruption to achieve sustainable development.**

**Shareholding Proportion in MCOT Plc.** : None

**Background of illegal conduct during the past 10 years** : None

#### **Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.
2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

#### **Rationale for Selection as Director**

Mr. Wuttipong Jitthungsakul is a qualified individual serving as a representative of the Ministry of Finance, possessing high-level expertise aligned with the Skill Matrix of MCOT Public Company Limited, particularly in economics, finance, banking, and accountancy. He also demonstrates exceptional proficiency in risk management, strategic planning, and legal affairs oversight. Throughout his tenure as a director and member of various sub-committees, he has dedicated his time, experience, and expertise to provide strategic insights beneficial to the Board's decision-making in order to safeguard the best interests of the organization and its shareholders.

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## Retiring by Rotation and Proposed for Re-appointment



**Mr. Chatchai Thnarudee** Age : 51  
**Proposed Position** : Independent Director

### Term of Directorship at MCOT

Term	Period	Resolution	Note	Duration
1	April 3, 2024 –April 2026	AGM of Shareholders 3, April 2024	Voluntary retirement upon term expiration	2 Years

### Positions in MCOT Public Company Limited

- Independent Director
- Chairman of the Corporate Governance Committee
- Chairman of the Executive Committee
- Chairman of Risk Management Committee
- Nomination Committee
- Member of Remuneration Committee

### 2025 Meeting Attendance Record

- Board of Directors : 23/25 (92%)
- Corporate Governance Committee : 4/4 (100%)
- Executive Committee : 11/11 (100%)
- Risk Management Committee : 9/9 (100%)
- Nomination Committee : 5/5 (100%)
- Nomination Committee : 1/1 (100%)
- Shareholders (AGM) : 1/1 (100%)

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## Education

- Ph.D. in Strategic Management and Strategy) University of Canterbury, New Zealand
- Master Degree (MBA - Management) Kasetsart University
- Master Degree (Computer Engineering) King Mongkut's University of Technology Thonburi
- Bachelor Degree (Computer Engineering) King Mongkut's University of Technology Thonburi

## Training at the Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP) Class 312/2021

## Other Training

- Corporate Governance for Directors and Senior Executives of Regulators, State Enterprises and Public Organizations (PDI) Class 25 King Prajadhipok's Institute
- Top Executive Program in Commerce and Trade (TEPCoT) Class 15
- Advanced Insurance Leadership Program (Office of Insurance Commission) Class 8
- Advanced Master of Management (AMM, Class 4, National Institute of Development Administration (NIDA)
- King Prajadhipok's Institute (KPI)'s Promoting a Peaceful Society Program Class 11
- INSEAD Leadership Development Program
- CIO Executive Council: Pathways Leadership Development Program in Strategic Leader
- Massachusetts Institute of Technology (MIT) Sloan: Leadership Development Program

## Specific knowledge and expertise

- Financial aspect
- Management and Business Administration (Organizational Management, Risk Management and Internal Control, Business Administration, Human Resource Management, Marketing and Sales)
- Strategic planning
- Telecommunications
- In terms of good corporate governance.  
\*State Enterprise Director's Pool (1/2026)

## Directorships/ Management Positions

### Listed Companies – (SET) : 2 entities

- Independent director, MCOT Public Company Limited
- Independent director, The Klinique Medical Clinic Public Company Limited

### Non-listed Companies : 3 entities

- Chief Executive Officer and Director, Thanager & Co Company Limited
- Board of Directors, Digital Government Development Agency (Public Organization) (DGA)
- Chair of the Audit Subcommittee, National Village and Urban Community Fund Office

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**Work Experience during the Past 5 Years**

- Board of Directors, Center of InsurTech, Thailand, Office of Insurance Commission
- Independent Board of Director, Jaspal Public Company Limited
- Director, Jaymart Insurance Public Company Limited

**Qualifications of the Director**

Family relationship with directors and executives : None  
 Holding positions at other companies which may cause a conflict of interest to MCOT : None  
 Qualification according to Cabinet’s Resolution on January 24, 2011 regarding the appointment of High-level government officials or persons as directors in many state enterprise : Yes  
 Qualification according to the laws and does not have prohibited qualification according to Notification of the Securities and Exchange Commission, Thailand : Yes

**Additional qualifications for independent directors nominated**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Background of illegal conduct during the past 10 years** : None

**Shareholding Proportion in MCOT Plc.** : None

**Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.

2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

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### **Rationale for Selection as Director**

Mr. Chatchai Thnarudee are highly qualified individuals who fully meet the definition of independent directors of the company and possess diverse expertise aligned with the strategies of MCOT Public Company Limited, including strategic planning, business administration, and organizational management, as well as knowledge in telecommunications, finance, and good corporate governance. Throughout his tenure as a director and member of sub-committees, he dedicated his time and experience to providing strategic insights that enriched board decision-making and safeguarded the best interests of the organization and shareholders.

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## Retiring by Rotation and Proposed for Re-appointment



**Miss Sutisa Prathumkul**    Age : 54

**Proposed Position**        : Independent Director

### Term of Directorship at MCOT

Term	Period	Resolution	Note	Duration
1	April 3, 2024 –April 2026	AGM of Shareholders April 3, 2024	Voluntary retirement upon term expiration	2 Years

### Positions in MCOT Public Company Limited

- Independent Director
- Member of Corporate Governance and Sustainability Committee
- Member of Executive Committee

### 2025 Meeting Attendance Record:

- Board of Directors                        : 24/25                (96%)
- Audit Committee                            : 8/8                    (100%)
- Nomination Committee                    : 5/5                    (100%)
- Executive Committee                        : 3/4                    (75%)
- Shareholder (AGM)                        : N/A

### Education

- Master of Communication Arts (M.com>Arts) at Dhurakij Pundit University
- Bachelor of Education (Audiovisual Studies) Ramkhamhaeng University

### Training at the Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP) Class 366/2024
- Advanced Audit Committee Program (AACP) Class 56/2025

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**Other Training**

- English language Intensive Course at Ozford English Language Center Australia
- Board Essentials Program (BEP), Class 7/2025, Institute of Research and Development for Public Enterprises (IRDP) Foundation
- ESG for PAT Program, Class 1/2025, Institute of Research and Development for Public Enterprises (IRDP) Foundation

**Specific Knowledge and expertise**

- Marketing and Sales
- Mass Communication & Multimedia
- Strategic Development Planning
- Broadcasting Technology & IT
- Organizational Management

\*State Enterprise Director’s Pool (2024)

**Directorships/ Management Positions**

**Listed Companies – (SET) : 1 entity**

- Independent director, MCOT Public Company Limited

**Non-listed Companies : None**

**Work Experience during the Past 5 Years**

- 2024 –2025 Director, Port Authority of Thailand
- 2023 –2023 Political Official, The Secretariat of the Cabinet
- 2022 – 2023 Election Campaign and Field Visit Working Group, Pheu Thai Party

**Qualifications of the Director**

- Family relationships among Directors and Executives : None
- Positions with potential conflict of interest with MCOT Plc. : None
- Compliance with Cabinet Resolution (24 Jan 2011) regarding : Yes
- State Enterprise appointments
- Compliance with legal requirements and Capital Market Supervisory Board regulations: Yes

**Additional qualifications for independent directors**

- (Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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**Background of illegal conduct during the past 10 years** :None

**Shareholding Proportion in MCOT Plc.** :None

### **Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.

2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

### **Rationale for Selection as Director**

Ms. Sutisa Pratumkul has expertise in mass communications, multimedia, broadcasting technology, and IT, which aligns with MCOT Plc.'s Skill Matrix requirements. Given the consistent performance as an Independent Director, Audit Committee member, and Nomination Committee member, this re-appointment ensures operational continuity. This continuity is essential for the effective execution of the business turnaround plan and the achievement of sustainable growth.

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## Profiles of Nominees for Director Election to Replace Retiring Directors



**Associate Professor Sanyalux Panwattanalikit.** Age : 56

**Proposed Position** : Independent Director

### Education

- Doctor of Laws (LL.D.), Thammasat University
- Master of Laws (LL.M.), Thammasat University
- Bachelor of Laws (LL.B.), Thammasat University

### Certification, Thai Institute of Directors (IOD)

- Director Certification Program (DCP), Class 306/2021

### Other Training:

- Financial Statements for Executives (2019), Department of Business Development, Ministry of Commerce
- Business Management and Online Marketing (2019), Department of Business Development, Ministry of Commerce
- Cybersecurity for Executives, Class 1/2022, National Cyber Security Agency (NCSA)
- Advanced Certificate in Public Administration and Public Law, Class 21, King Prajadhipok's Institute
- Certificate in Public Law, Class 55/2024, Thammasat University

### Knowledge and Expertise

- Legal Affairs
  - Organizational Management
  - Business Administration
  - Strategic Planning
- \*State Enterprise Director's Pool (1/2026)

### Directorships / Management Positions in Other Entities

**Listed Companies (SET)** : None

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**Non-Listed Companies : 2 Entities**

- Sanyalux Advocates and Solicitors. Company limited
- Associate Professor , School of Law, Sripatum University

**Work Experience (Past 5 Years)**

- 2026 – Present: Management and Legal Consultant, WiPay Co., Ltd.
- 2026 – Present: Management and Legal Consultant, Thai NDT Pcl. (TNDD)
- 2021 – 2023: President, The Transport Company Limited
- 2020 – 2022: Member of the Civil Aviation Board

**Qualifications of the Director**

Family relationships among Directors and Executives : None

Positions with potential conflict of interest with MCOT Plc. : None

Compliance with Cabinet Resolution (24 Jan 2011) regarding State Enterprise appointments : Yes

Compliance with legal requirements and Capital Market Supervisory Board regulations: Yes

**Additional qualifications for independent directors**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company's director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Background of illegal conduct during the past 10 years** :None

**Shareholding Proportion in MCOT Plc.** :None

**Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.

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2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

### **Rationale for Selection as Director**

Associate Professor Sanyalux Panwattanalikit. possesses extensive expertise in legal affairs, organizational management, and strategic planning, which directly aligns with MCOT Plc.'s current Skill Matrix requirements.

With a strong professional background, this nominee is well-qualified to provide valuable policy recommendations and ensure robust corporate governance. Such expertise will be instrumental in supporting strategic planning to effectively achieve business turnaround objectives, ultimately driving the organization toward stable and sustainable growth.

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## Profiles of Nominees for New Director Election



**Assistant Professor Wanwichit Boonprong** Age :51

**Proposed Position** : Independent Director

### Education

- Ph.D. in Strategic and Security Studies, Burapha University
- M.A. in International Studies, The University of Adelaide, Australia
- B.A. in Philosophy, Politics, and Economics (PPE), International Program, Rangsit University

### Certification, Thai Institute of Directors (IOD)

- None -

### Other Training:

- National Defence College (NDC) Course, Class 67/2024, National Defence College of Thailand

### Knowledge and Expertise

- Economics
- Organizational Management
- Strategic Planning and Development

### Directorships/ Management Positions

**Listed Companies** – (SET) - None -

**Non-listed Companies** : 1 entity

- Vice Dean for Academic Affairs, Faculty of Political Science, Rangsit University

### Work Experience during the Past 5 Years

- 2025 – 2026 Advisor to the Minister of Defence
- 2025 Advisor to the Deputy Director of the Special Center for Thailand-Cambodia Situation Management
- 2019 – 2025 Vice Dean for Administration, Faculty of Political Science, Rangsit University

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**Qualifications of the Director**

Family relationships among Directors and Executives : None  
 Positions with potential conflict of interest with MCOT Plc. : None  
 Compliance with Cabinet Resolution (24 Jan 2011) regarding : Yes  
 State Enterprise appointments  
 Compliance with legal requirements and Capital Market Supervisory Board regulations: Yes

**Additional qualifications for independent directors**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Background of illegal conduct during the past 10 years** : None

**Shareholding Proportion in MCOT Plc.** : None

**Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.

2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

**Rationale for Selection as Director**

**Assistant Professor Wanwichit Boonprong** has expertise in strategy and economics, which fits MCOT’s Skill Matrix requirements. This professional experience is useful for analyzing and directing the business turnaround plan, ensuring it remains clear and competitive. These economic perspectives will help drive the organization toward sustainable growth.

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## Profiles of Nominees for New Director Election



**Mr. Jedsada Pongtanathanawat** Age : 47

**Proposed Position** : Independent Director

### Education

- Master of Public Administration (M.P.A.), Suan Sunandha Rajabhat University
- Bachelor of Business Administration (Industrial Management), University of the Thai Chamber of Commerce (UTCC)

### Certification, Thai Institute of Directors (IOD)

- None -

### Other Training

- Army Executive Relations Development Program, Class 18, Royal Thai Army

### Knowledge and Expertise

- Organizational Management
- Business Administration
- Human Resource Management
- Strategic Planning

### Directorships/ Management Positions

**Listed Companies** – (SET) - None -

**Non-listed Companies** : 1 entity

- Chief Executive Officer (CEO), Mega Prime Group Co., Ltd.

### Work Experience during the Past 5 Years

- 2017 – 2020 Managing Director, Leekim Communication Co., Ltd.

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**Qualifications of the Director**

Family relationships among Directors and Executives : None  
 Positions with potential conflict of interest with MCOT Plc. : None  
 Compliance with Cabinet Resolution (24 Jan 2011) regarding State Enterprise appointments : Yes  
 Compliance with legal requirements and Capital Market Supervisory Board regulations: Yes

**Additional qualifications for independent directors**

(Interest in the Company/ Parent Company/ Subsidiary/ Associated Company/ or person(s) who may have conflicts of interest at present or during the past 2 years)

Relationship	Qualifications	
1. Being a director who has been involved in management, an official, a staff or an advisor who has received the salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Having business relationship with the Company by way of providing any professional service, e.g. legal advisor, financial advisor, etc.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3. Being a director appointed to be the representative of the Company’s director, major shareholder, or shareholder who has relationship with the major shareholder.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4. Having family relationship between directors and executives.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Background of illegal conduct during the past 10 years** : None

**Shareholding Proportion in MCOT Plc.** : None

**Rationale for Selection as Director**

1. Possesses the qualifications and attributes required by the Board of Directors as aligned with the Skill Matrix, essential for the operation of MCOT Public Company Limited, necessary for performing duties in achieving the vision, and consistent with the organization's strategies and core competencies.

2. Possess qualifications as stipulated in relevant laws, regulations, and criteria: The Standard Qualifications for Directors and Employees of State Enterprises Act B.E. 2518 (1975) and its amendments; The Public Company Limited Act B.E. 2535 (1992); The Securities and Exchange Act B.E. 2535 (1992); Regulations/Rules/Orders of MCOT Public Company Limited.

**Rationale for Selection as Director**

Mr. Jedsada Pongtanathanawat possesses expertise in organizational management and human resources, which aligns with the skills required as needed by MCOT at present. The director can apply their knowledge and experience in strategic planning and business management to support operations efficiently, helping drive the transformation of the business model to remain competitive, thereby fostering stable and sustainable growth

**At MCOT, we all work together towards a common goal of promoting transparency and anti-corruption to achieve sustainable development.**

**Qualifications of Independent Directors of  
MCOT Public Company Limited That Are More  
(Stricter than the Minimum Requirements of the SEC and the SET)**

“**Independent Director**” means a director who possesses independence in expressing opinions. The Company has prescribed the qualifications for the term of office as follows

- 1) Holding shares not exceeding 0.5%\* of the paid-up registered capital of the Company, its subsidiaries, associates, or any juristic person that may give rise to a conflict of interest, including shares held by related persons under Section 258 of the Securities and Exchange Act B.E. 2535 (1992).
- 2) Not having any involvement in management, including not being an employee, staff member, or consultant receiving a regular salary, nor being a person with controlling authority over the Company, its subsidiaries, associates, same-tier subsidiaries, or any juristic person that may give rise to a conflict of interest, during the two-year period prior to assuming the position.
- 3) Not having a bloodline relationship or a relationship by registration as father, mother, spouse, sibling, child, including the spouse of the child, with any executive, major shareholder, person with controlling authority, or any individual proposed to be nominated as an executive or person with controlling authority of the Company or its associates.
- 4) Not having any business relationship with the Company in the form of providing other professional services, such as legal advisor, financial advisor, appraiser, etc., with the transaction value covering all types of business transactions, including ordinary course transactions, real estate lease/rental transactions, transactions relating to assets/services, and transactions involving the provision or receipt of financial assistance.
- 5) Not being a director appointed to serve as a representative of a director of the Company, a major shareholder, or a shareholder who is connected to a major shareholder of the Company.
- 6) Not having any other characteristics that would prevent the ability to render independent opinions.
- 7) Being a director who meets the qualifications under items 1–6 and who may be assigned by the Board of Directors of the Company to make decisions regarding the operations of the Company, its subsidiaries, associates, same-tier subsidiaries, or any juristic person that may give rise to a conflict of interest, provided that such decisions are made collectively (collective decision).

\*MCOT prescribes a more stringent shareholding limit of 0.5% for independent directors, compared to the 1% regulatory minimum set by the Capital Market Supervisory Board. This threshold includes shares held by related persons under Section 258 of the Securities and Exchange Act and aligns with the Qualifications Standards for Directors and Employees of State Enterprises Act B.E. 2518 (1975).

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## ROLES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS AND SUBCOMMITTEES

### The Board of Directors

Comprising 13 members

The Board of Directors has the authority and duties to operate the Company's business to be in line with relevant laws, the Company's objectives, regulations, and resolutions of Shareholders' Meetings with integrity, ethics, morality, and prudence for the best benefits of the Company and its shareholders. (Reference by Clause 35 of the Company's regulations)

### The Audit Committee

Composition: One (1) Chairman of the Audit Committee and not less than two (2) but not more than four (4) Audit Committee members. Authority and Duties:

1. To prepare an internal audit charter for the Audit Committee in alignment with the scope of responsibilities of MCOT's operations, which must be approved by the Board of Directors of MCOT, and to review the adequacy of such charter at least once a year.
2. To review the efficiency and effectiveness of internal control processes, good governance processes, risk management processes, fraud risk management processes of MCOT, whistleblowing system, anti-corruption measures, and sustainable organizational development (ESG).
3. To review MCOT's financial reporting to ensure accuracy and reliability.
4. To review MCOT's operations for compliance with laws, regulations, rules, operational procedures, Cabinet resolutions, announcements, or orders relevant to MCOT's operations.
5. To review the organization's performance against the seven State Enterprise Performance Appraisal criteria, namely: Corporate Governance and Organizational Leadership, Strategic Planning, Risk Management and Internal Control, Stakeholder and Customer Focus, Digital Technology Development, Human Capital Management, and Knowledge Management and Innovation.
6. To oversee MCOT's internal audit system to ensure independence for enhanced performance.
7. To review connected transactions, transactions with potential conflicts of interest, or risks of fraud that may impact MCOT's operations.
8. To provide recommendations regarding the appointment, transfer, promotion, and performance evaluation of the Head of Internal Audit to the Board of Directors of MCOT.
9. To meet and discuss with the State Audit Office of the Kingdom of Thailand or the auditor endorsed by SAO regarding audit results and other matters, and to have the authority to recommend reviews or audits of any transactions deemed necessary, including proposing the audit fee to the Board of Directors of MCOT.
10. To evaluate the performance, problems, and obstacles of the Internal Audit Unit, including recommending guidelines for developing the internal audit system and capabilities of internal auditors to the Board of Directors of MCOT at least once a year.

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11. In cases where the performance of the Audit Committee's duties requires specialized knowledge or expertise, the Audit Committee may propose to the Board of Directors of MCOT to engage specialized experts at the expense of MCOT, provided that such engagement complies with MCOT's regulations.
12. To perform any other duties as required by law or as assigned by the Board of Directors of MCOT.

#### **The Nomination Committee**

**Composition:** At least three (3) but not more than five (5) directors of MCOT, of which at least one (1) must be a member of the Audit Committee. The Nomination Committee shall comprise entirely independent directors.

**Authority and Duties:**

1. To review the current structure of the Board of Directors of MCOT for appropriateness with the strategic needs of MCOT and propose improvement guidelines, including proposing nomination approaches consistent with such structure.
2. To establish criteria for the nomination of directors of MCOT, or the Chief Executive Officer/Chairman of the Executive Board of MCOT, senior executives, advisors to the Board, advisors to specific committees, advisors to the Chief Executive Officer/Chairman of the Executive Board, or persons holding positions with similar authority and duties but under different titles, whether newly appointed or appointed to replace those retiring by rotation or vacating office for other reasons, in a principled, transparent manner, and in compliance with relevant regulations.
3. To nominate and select qualified candidates in compliance with relevant laws and regulations for the positions of MCOT Directors, the CEO/Chairman of the Executive Board, Senior Executives, and various Advisors (including equivalent roles). This applies to both new appointments and replacements for vacancies—such as retirement by rotation or other reasons—for submission to the Board of Directors or the Shareholders' Meeting for approval.
4. To perform any other duties as assigned by the Board of Directors of MCOT.

#### **The Remuneration Committee**

**Composition:** At least three (3) but not more than five (5) directors of MCOT, of which at least two-thirds of the Remuneration Committee members must be independent directors, and at least one (1) member must be a member of the Audit Committee. **Authority and Duties**

1. To consider and propose criteria for payment and forms of remuneration, including proposing the remuneration rates for directors of MCOT, based on fair and reasonable principles and methods consistent with the duties and responsibilities of directors, taking into account performance, operating results, business size, and practices in the same industry, for the Board of Directors of MCOT to consider and propose to the shareholders' meeting for approval.
2. To consider guidelines for determining remuneration and propose remuneration for the Chief Executive Officer/Chairman of the Executive Board, advisors to the Board, advisors to specific committees, advisors to the Chief Executive Officer/Chairman of the Executive Board, or persons holding positions with similar authority and duties but under different titles, to the Board of Directors of MCOT.
3. To establish criteria and methods for performance evaluation under the management contract for the position of Chief Executive Officer/Chairman of the Executive Board as follows:
  - (1) To establish goals and key performance indicators (KPIs) that the Chief Executive Officer/Chairman of the Executive Board of MCOT must achieve within specified timeframes (Benchmark).

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- (2) To evaluate the performance of the Chief Executive Officer/Chairman of the Executive Board of MCOT in accordance with the criteria and conditions specified in the management contract for the position Chief Executive Officer/Chairman of the Executive Board of MCOT thoroughly and within the specified timeframe, and to report the results to the Board of Directors of MCOT.
4. To consider the criteria for payment and forms of remuneration for senior executives from the level of Assistant Chief Executive Officer/Assistant Chairman of the Executive Board upward, based on fair and reasonable principles and methods, with approval by the Board of Directors of MCOT.
5. To perform any other duties as assigned by the Board of Directors of MCOT.

#### **The Risk Management Committee**

Comprising at least 3 directors has the following authority and duties:

1. To establish policy, strategy and practical guidelines for conducting risk management plan, in accordance with the Company's overall strategy, to propose to the Board of Directors to consider the overall risk management
2. To screen the risk management plan that indicates sources of risk, risk measurement tools, criteria of work performance measurement, mechanism of work monitoring and evaluation, reporting and tangible control of potential risks at the suitable and acceptable level.
3. To review adequacy of risk management policy, strategic plan, action plan, and system as well as efficiency and proficiency of the operating system, and compliance with the preset risk management policy.
4. To provide the risk management structure of the entire organization that is consistent with the organization's working procedure and structure
5. To govern and monitor the implementation of risk management plan, policy, strategic plan and action plan; and to consider the actual operating results by comparing them with the work plan or determined targets at least in each quarter.
6. To communicate with the Board of Directors on improvements for more integrated risk management in the organization, and to attain the measurement criteria required by the Ministry of Finance, as well as criteria of the Stock Exchange of Thailand and other international standards.
7. To regularly communicate with the Audit Committee on suggestions to improve risk management to comply with set policies and strategies.
8. To appoint the working group to enrich the efficiency of risk management tasks as it deems necessary and appropriate.
9. To perform other duties as assigned by the Board of Directors

#### **The Corporate Governance and Sustainability Committee**

Comprising at least 3 directors Roles and Responsibilities

1. To set policies on Corporate Governance and Anti-Corruption and regulations on business morality and ethics under laws, cabinet's resolutions, criteria, rules and regulations of supervising organizations, for examples; the Stock Exchange of Thailand, Securities and Exchange Commission, Ministry of Finance, supervising ministries, and related organizations as well as internationally accepted guidelines for Corporate Governance to be proposed to Board of Directors of MCOT Plc. for approval and to be announced best practices for Directors, management and employees

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2. To supervise and propose policies enabling management and employees to perform duties with responsibility in accordance with corporate governance policy, sustainable business policy and anti-corruption policy, to ensure compliance with ethical and moral business operations of Directors, management and employees
3. To formulate and review strategies, plans and goals on good governance and sustainable development to cover economic, social and environmental dimensions and ensure balance and effectiveness for the Company and stakeholders in compliance with sustainable guidelines and standard
4. To supervise, follow up and evaluate performance on good governance and sustainable development to be in line with current business, laws, practical guidelines and advices from institutes
5. To follow up and assess corporate governance performance of Directors, management and employees of MCOT Plc. as specified in the Corporate Governance Policy and Anti-Corruption Policy and propose annual assessment results and necessary suggestions to the Board of Directors of MCOT Plc. within January of the following year
6. To stipulate CSR policies and action plans on both short and long term basis and propose to the Board of Directors before the fiscal year as well as supervise and follow up on CSR operations
7. To Perform other activities specifically assigned by the Board of Directors

#### **The Labor Relations Committee**

Comprising 1 director appointed as Chairman and no less than 5 and no more than 9

representatives from employer and representatives from employee appointed from members of the Labor Union having the equal number as representatives from employer

Labor Relations Committee shall have authority as specified in Section 22 and 23 of the State Enterprise Labor Relations Act, B.E.2543 (2000) as follows:

1. To provide opinions on the improvement of the Company's operation effectiveness, including the promotion and development of the Company's labor relations.
2. To reconcile and settle the conflicts within the Company.
3. To review rules and regulations concerning the Company's operations, which benefit the employers, the employees, as well as the Company itself.
4. To discuss and find solutions to the complaints from the employees or the Labor Union, including complaints relating to disciplinary punishment.
5. To give advices on improvement of employment conditions as well as to collaborate to ensure effectiveness and protect the Company's interest.
6. To cooperate to ensure efficiency and protect interest of MCOT

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## Proxy Procedures for the 2026 E-AGM of MCOT (INVENTECH CONNECT System)

Thursday, April 30, 2026, at 10.30 a.m.

### Registration and Proxy Voting

1. If shareholders are unable to attend the online meeting in person, they may appoint a proxy or one of the Company's designated Independent Directors to attend on their behalf. The system will accept requests from Thursday, April 23, 2026 (8:30 a.m.) until the conclusion of the meeting on Wednesday, April 30, 2026.

2. Shareholders should review the meeting agenda before granting a proxy. The proxy holder must act in accordance with the shareholder's instructions; failure to do so may result in legal liability.

3. As prescribed by the Department of Business Development, Ministry of Commerce, there are three (3) types of proxy forms. Shareholders may select only one type. Download available at:

<https://investor.mcot.net/th/document/shareholder-meetings>

Form A General proxy form

Form B Proxy form with clear voting instructions (recommended)

Form C For foreign investors with a custodian in Thailand

### E-Meeting & Proxy Registration

- Shareholders attending the meeting in person or proxy holders may submit a request through the system at:  
<https://fort.inventech.co.th/MCOT571953R/#/homepage>
- Proxy to Independent Directors Shareholders may proxy their votes to the following Independent Directors:
  1. Ms. Yada Kasayanond Independent Director / Audit Committee Member or
  2. Ms. Siriporn Vairojrungruangkul Independent Director / Audit Committee Member(Details of the Independent Directors are provided in Enclosure 9, page 38)
- Proxy forms together with all required supporting documents (duly signed) must be submitted by April 23, 2026 (or at least 1–2 business days in advance) to:

**MCOT Public Company Limited Corporate Secretary Department**

**63/1 Rama 9 Road, Huai Khwang Huai Khwang, Bangkok 10310**

- The appointed Independent Director will vote in accordance with the shareholder's instructions. In the absence of specific voting instructions provided in the proxy form, the Independent Director acting as proxy will vote at their discretion as appropriate.
- If any material information is amended, canceled, or crossed out, the shareholder must initial each amendment. The proxy form must bear a THB 20 stamp duty. MCOT Public Company Limited will facilitate this for proxy forms successfully registered through the meeting system, or for proxies granted to MCOT's Independent Directors via the INVENTECH CONNECT system with complete supporting documents.

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- If a shareholder wishes to revoke a proxy, they must submit a written notice to MCOT Public Company Limited before the start of the meeting.

**Required Proxy Documents:**

**1. Proxy Form A, B, and C** Download available at:

<https://investor.mcot.net/th/document/shareholder-meetings>

**Remarks:**

- Shareholders cannot split their shares to appoint multiple proxies for the purpose of dividing votes.
- Shareholders must grant a proxy for all shares they hold; partial proxy voting is not permitted.

**1.1 For Individual Shareholder**

(Recommendation: Use Proxy Form B and specify voting for each agenda item.)

(1) Notice of Meeting with barcode.

(2) The Proxy Form signed by the Shareholder granting proxy.

(3) A copy of the Shareholder's identification card or government official identification card or passport (in case of foreign grantor) which is certified true copy by the Shareholder. All in all, the Shareholder's information and image must be clear and unexpired before the meeting date.

(4) Copy of the Proxy's identification card or government official identification card or driving license (with ID Number) or passport (in case of foreign proxy) which is certified true copy by a proxy. All in all, the Proxy's information and image must be clear and unexpired before the meeting date

**1.2 For Juristic Person Shareholder**

(Recommendation: Use Proxy Form B and specify voting for each agenda item.)

(1) Notice of Meeting with barcode.

(2) The Proxy Form signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).

(3) In case that the Shareholder is a juristic person registered in Thailand, please submit a copy of Affidavit certified by the Department of Business Development, Ministry of Commerce before the Meeting date for the registration within 6 months as well as certified true copy by a person authorized to sign to bind such juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).

(4) In case of the Shareholder is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified true copy by a notary public or other competent authority before the Meeting date for the registration for no longer than 1 year.

(5) For a foreign juristic person, if an original of any document is not in English, the English translation thereof must be provided. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.

(6) Copy of the Proxy's identification card or government official identification card or driving license (with ID Number) or passport (in case of foreign proxy) which is certified true copy by a proxy. All in all, the Proxy's information and image must be clear and unexpired before the meeting date.

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## 2. Proxy Form C

(for Foreign Shareholders Who Have Custodians in Thailand Only) available for download at

<https://investor.mcot.net/th/document/shareholder-meetings>

- (1) Notice of Meeting with barcode.
- (2) The Proxy presents Power of Attorney from the Shareholders who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- (3) The Proxy presents confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.
- (4) The Proxy Form signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- (5) In case that the Shareholder is a juristic person registered in Thailand, please submit a copy of Affidavit certified by the Department of Business Development, Ministry of Commerce before the Meeting date for the registration within 6 months as well as certified true and correct by a person authorized to sign to bind such juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- (6) In case that the Shareholder is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority before the Meeting date for the registration for no longer than 1 year.
- (7) If any of the aforementioned documents is not in English, the English translation thereof must be provided. The translation must also be certified true and correct by a person referring to such document or a person authorized to act on behalf of such person.
- (8) Copy of the Proxy's identification card or government official identification card or driving license (with ID Number) or passport (in case of foreign proxy) which is certified true copy by a proxy. All in all, the Proxy's information and image must clear and unexpired before the meeting date.
  - In case a fingerprint is used instead of a signature, the person should print the left thumb with the message "finger print of the left thumb of ...". Two witnesses shall sign to certify that it is the real the fingerprint of the person. The fingerprint shall be done in front of the witness. A certified true copy of ID card or government official ID card of each witness should also be provided.

1.3 A shareholder is dead: The real representation shall attend the meeting in person or authorize other to attend the meeting on his/her behalf. The person shall present the court order appointing the real representation signed by the authorized person and not older than six month before the meeting date.

1.4 A minor shareholder: The father-mother or the legal guardian shall attend the meeting in person or authorize other to attend the meeting by presenting the house registration of the shareholder who is a minor at the meeting.

1.5 A shareholder who is an incapacitated person or a person under disability: The guardian shall attend the meeting in person or authorize other person to attend the meeting on his/her behalf. The person shall present the court order appointing the guardian certified true copy by an authorized person and not older than six month before the meeting date.

**Remark** : Documents submitted to the Company may contain Sensitive Personal Data (e.g., religion or blood type). You are encouraged to redact such information before submission. By providing unredacted documents, you authorize

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the Company to redact the data as deemed appropriate, while the documents remain fully valid. If redaction is technically limited, the Company confirms that such data is processed solely for identification purposes and will not be used for any other intent.

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## Profile of Independent Director to be the First Proxy Holder



**Name :** Miss Yada Kasayapanant    **Age** 48

**Address :** MCOT Plc. 63/1 Rama IX Road, Huai Khwang Bangkok 10310

**Current Position :** The Independent Director/ Chairman of the Audit Committee

**Education :** Doctor of Laws Program (Ph.D.) Thammasart University

: Master of Law Program (LL.M) Chulalongkorn University

: Bachelor of Law Program (LL.B) Chulalongkorn University

**Work Experience Listed companies :** MCOT Public Company Limited

**Other companies :** Compliance and Regulatory Advisor, SuperRich Currency Exchange (1965) Company Limited.

: Legal Advisor, Inter Consultants Law and Business Ltd.

: Director, Lexit Solution Co.,Ltd.

**Conflict in Item** : Not having conflict of interest in any agenda proposed to this Annual General Meeting of Shareholders

## Profile of Independent Director to be the Second Proxy Holder

**Name :** Miss Siriporn Wairungruangkul    **Age** 39

**Address :** MCOT Plc. 63/1 Rama IX Road, Huai Khwang Bangkok 10310

**Current Position :** The Independent Director/ Chairman of the Audit Committee

**Education** : Master of Business Administration (Nanyang Fellows MBA)  
Nanyang Technological University, Singapore

: Bachelor's degree of Accountancy (Second Class Honors),  
Chulalongkorn University,

**Work Experience Listed companies :** MCOT Public Company Limited

**Other companies :** Chief Accounting and Financial Officer, Thonburi Wellbeing Co., Ltd.

: Assistant Director of Accounting, Network Division, Thonburi Healthcare Group Public Company Limited

**Conflict in Item** : Not having conflict of interest in any agenda proposed to this Annual General Meeting of Shareholders



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หนังสือมอบฉันทะ (แบบ ก.)  
Proxy (Form A)

Duty Stamp  
20 Baht  
ติดอากรแสตมป์  
20 บาท

เขียนที่ / Made at .....

วันที่ /Date .....เดือน/ Month .....พ.ศ /Year .....

(1) ข้าพเจ้า / I/We, ..... สัญชาติ / Nationality ..... อยู่บ้านเลขที่ /  
Residing at No. .... ถนน / Road ..... ตำบล/แขวง / Sub-district ..... อำเภอ/เขต /  
District ..... จังหวัด / Province ..... รหัสไปรษณีย์ / Postal Code .....

(2) เป็นผู้ถือหุ้นของ บริษัท อสมท จำกัด (มหาชน) / Being a shareholder of MCOT Public Company Limited โดยถือหุ้นจำนวน  
ทั้งสิ้นรวม / Holding a total amount of ..... หุ้น / shares และออกเสียงลงคะแนนได้เท่ากับ / and having the right to vote  
equal to ..... เสียง / votes

(3) ขอมอบฉันทะให้ / Hereby appoint: (1) ..... อายุ / Age ..... ปี / years อยู่บ้านเลขที่ /  
Residing at ..... (2) ..... อายุ / Age ..... ปี / years อยู่บ้านเลขที่ / Residing  
at ..... (3) ..... อายุ / Age ..... ปี / years อยู่บ้านเลขที่ / Residing at  
.....หรือ

มอบฉันทะให้กรรมการอิสระ / Or appoint the Independent Director:

นางสาวยาดา กาศยปนนท์ อายุ 48 ปี / Miss Yada Kasayapanant Age 48

นางสาวศิริพร ไร่รุ่งเรืองกุล อายุ 39 ปี / Miss Siripron Wairungruangkul Age 39

เลขที่ / Residing at : 63/1 ถนนพระราม 9 แขวงห้วยขวาง เขตห้วยขวาง กรุงเทพฯ 10310 / 63/1 Rama 9 Road, Huaykwang,  
Huaykwang, Bangkok 10310

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี  
2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 10.30 น. ผ่านสื่ออิเล็กทรอนิกส์ ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ.  
2563 รวมถึงกฎหมายและระเบียบอื่น ๆ ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Anyone of the above as my/our proxy  
to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders on Thursday, April 30, 2026, at  
10.30 hours, via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020)  
and other applicable laws and regulations, or such other date, time, and format as the meeting may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act performed by the proxy at the

ลงชื่อ/ Signed .....ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

หมายเหตุ /Remarks:

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้น  
ให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder assigning a proxy can authorize only one proxy to attend the meeting and cast the votes on his/her/their behalf  
and all votes of a shareholder cannot be split for more than one proxy.

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## หนังสือมอบฉันทะแบบ ข.

Proxy Form (B)

Duty Stamp

ติดอากรแสตมป์

20 บาท

เขียนที่ / Made at .....

วันที่ / Date ..... เดือน / Month ..... พ.ศ. / Year .....

(1) ข้าพเจ้า / I/We ..... สัญชาติ / Nationality ..... อยู่บ้านเลขที่ / Residing at ..... ถนน / Road ..... ตำบล/แขวง / Sub-district ..... อำเภอ/เขต / District ..... จังหวัด / Province ..... รหัสไปรษณีย์ / Postal Code .....

(2) เป็นผู้ถือหุ้นของ บริษัท อสมท จำกัด (มหาชน) / as a shareholder of MCOT Public Company Limited, โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง ดังนี้ holding a total amount of ..... shares, and is entitled to cast ..... votes as follows:

- หุ้นสามัญ / Ordinary share ..... หุ้น / shares ออกเสียงลงคะแนนได้เท่ากับ / and is entitled to cast ..... เสียง / votes
- หุ้นบุริมสิทธิ / Preferred share ..... หุ้น / shares ออกเสียงลงคะแนนได้เท่ากับ / and is entitled to cast ..... เสียง / votes

(3) ขอมอบฉันทะให้ / Hereby appoint: (1) ชื่อ / Name ..... อายุ / Age ..... ปี / years บ้านเลขที่ / Residing at No. .... ถนน / Road ..... ตำบล/แขวง / Sub-district ..... อำเภอ/เขต / District ..... จังหวัด / Province ..... รหัสไปรษณีย์ / Postal Code ..... หรือ / Or

มอบฉันทะให้กรรมการอิสระ / Or appoint the Independent Director:

 นางสาวยุดา กาศยพานันท์ อายุ 48 ปี / Miss Yada Kasayapanant Age 48 นางสาวศิริพร ไร่รุ่งเรืองกุล อายุ 39 ปี / Miss Siripron Wairungruangkul Age 39

เลขที่ / Residing at : 63/1 ถนนพระราม 9 แขวงห้วยขวาง เขตห้วยขวาง กรุงเทพฯ 10310 / 63/1 Rama 9 Road, Huaykwang, Huaykwang, Bangkok 10310

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 10.30 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 รวมถึงกฎหมายและระเบียบที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และรูปแบบอื่นด้วย / Only one of the above is assigned as my/our proxy to attend and vote in the 2026 Annual General Meeting of Shareholders on Thursday, April 30, 2026, at 10.30 hours, via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020), or at any adjournment thereof to any other date, time, and format.

 วาระที่ 2 : เรื่อง รับทราบรายงานผลการดำเนินงานของบริษัท ประจำปี 2568

Agenda 2 : To acknowledge the Company's operating results for te year 2025

 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain วาระที่ 3 : เรื่อง พิจารณารายงานทางการเงินประจำปี สิ้นสุด ณ วันที่ 31 ธันวาคม 2568

Agenda 3 : To consider and approve the financial statements for the year ended 31 December 2025

 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

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วาระที่ 4 : เรื่อง พิจารณาการงดจ่ายเงินปันผลประจำปี 2568

Agenda 4 : To approve abstention of dividend payment for the year 2025

- 
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- 
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain วาระที่ 5 : เรื่อง พิจารณานุมัติค่าตอบแทนของกรรมการบริษัท ประจำปี 2569

Agenda 5 : To approve directors' remuneration for the year 2026

- 
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- 
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain วาระที่ 6 : เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชีและการกำหนดค่าสอบบัญชี ประจำปี 2569

Agenda 6 : To appoint the auditors and approve the audit fees for the year 2026

- 
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- 
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain วาระที่ 7 : เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 7 : To approve the appointment new directors in replacement of those who are due to retire by rotation

- 
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- 
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- 
- การแต่งตั้งกรรมการทั้งหมด / Appointment of all directors

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

- 
- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of each director

นายวุฒิพงษ์ จิตตั้งสกุล / Mr. Wuttipong Jittungsakul

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

นายฉัตรชัย ธนาฤดี / Mr. Chatchai Thnarudee

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

นางสาวสุทิษา ประทุมกุล / Miss Sutisa Prathumkul

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

รองศาสตราจารย์ สญลักษณ์ ปัญวัฒน์ลิขิต / Assoc.Prof. Sanyalux Panwattanalikit

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain วาระที่ 8 : พิจารณานุมัติเพิ่มจำนวนกรรมการและเลือกตั้งกรรมการเข้าใหม่

Agenda 8 : To consider and approve the increase in the number of directors and the appointment of new director.

- 
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- 
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- 
- การแต่งตั้งกรรมการทั้งหมด / Appointment of all directors

 เห็นด้วย / Approve ไม่เห็นด้วย / Not approve งดออกเสียง / Abstain

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For more information, please visit <https://investor.mcot.net/th/corporate-governance/anti-corruption>

การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of each director

1. ผู้ช่วยศาสตราจารย์ วันวิชิต บุญโปร่ง / Asst.Prof. Wanwichit Boonprong

เห็นด้วย / Approve  ไม่เห็นด้วย / Not approve  งงดออกเสียง / Abstain

2. นายเจษฎา พงศ์ธนาธวัฒน์ / Mr. Jedsada Pongtanathanawat

เห็นด้วย / Approve  ไม่เห็นด้วย / Not approve  งงดออกเสียง / Abstain

วาระที่ 9 : เรื่องอื่นๆ (ถ้ามี) / Agenda 9 : Others (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve  ไม่เห็นด้วย / Not approve  งงดออกเสียง / Abstain

4) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้น ไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

The Proxy's voting on any matters that are not pursuant to what is specified in this Proxy Form is considered invalid and would not be regarded as a shareholders voting.

5) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการลงคะแนนเสียงในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case that I/we do not express my/our intention to vote on a particular matter, or do not express my/our intention clearly, or in case that the Meeting considers and resolves matters other than those specified above, as well as the case that there is any amendment made or provision of additional facts, the Proxy is entitled to consider and vote on my/our behalf as the Proxy deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act (s) undertaken by the Proxy at such meeting shall be deemed as my/our own act (s) in every respect.

ลงชื่อ/ Signed ..... ผู้มอบฉันทะ/Grantor  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/ Proxy  
(.....)

หมายเหตุ / Remarks

ก. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

shareholder assigning a proxy can authorize only one proxy to attend the meeting and cast the vote on his/her /their behalf and all votes of a shareholder cannot be split for more than one proxy.

ข. กรณีที่มีวาระการประชุมเพื่อพิจารณาเพิ่มเติมจากที่ระบุไว้ข้างต้น ให้ใช้ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

Should the provisions prescribed above are not sufficient to cover all the Proxy's intentions; the Proxy may use the attached Annex to the Proxy Form B.

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**ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ (แบบ ข.)****Annex to the Form of Proxy (Form B)**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อสมท จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น บมจ. อสมท ประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 10.30 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 รวมถึงกฎหมายและระเบียบที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และรูปแบบอื่นด้วย

Grant of proxy as a shareholder of MCOT Public Company Limited at the 2026 Annual General Meeting of Shareholders on Thursday, April 30, 2026, at 10.30 hours, via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020), and other applicable laws and regulations, or at any adjournment thereof to any other date, time, and format.

วาระที่ /Agenda..... เรื่อง /Subject .....

ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve                       ไม่เห็นด้วย / Not approve                       งดออกเสียง / Abstain

วาระที่ /Agenda..... เรื่อง /Subject .....

ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve                       ไม่เห็นด้วย / Not approve                       งดออกเสียง / Abstain

วาระที่ /Agenda..... เรื่อง /Subject .....

ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve                       ไม่เห็นด้วย / Not approve                       งดออกเสียง / Abstain

วาระที่ /Agenda..... เรื่อง /Subject .....

ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve                       ไม่เห็นด้วย / Not approve                       งดออกเสียง / Abstain

วาระที่ /Agenda..... เรื่อง /Subject .....

ก. ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

ข. ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve                       ไม่เห็นด้วย / Not approve                       งดออกเสียง / Abstain

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วาระที่ : เรื่อง พิจารณาเลือกตั้งกรรมการ (ต่อ)

Agenda : To approve the appointment new directors (Continued)

ชื่อกรรมการ /Name.....	<input type="radio"/> เห็นด้วย / Approve	<input type="radio"/> ไม่เห็นด้วย / Not approve	<input type="radio"/> งดออกเสียง / Abstain
ชื่อกรรมการ /Name.....	<input type="radio"/> เห็นด้วย / Approve	<input type="radio"/> ไม่เห็นด้วย / Not approve	<input type="radio"/> งดออกเสียง / Abstain
ชื่อกรรมการ /Name.....	<input type="radio"/> เห็นด้วย / Approve	<input type="radio"/> ไม่เห็นด้วย / Not approve	<input type="radio"/> งดออกเสียง / Abstain
ชื่อกรรมการ /Name.....	<input type="radio"/> เห็นด้วย / Approve	<input type="radio"/> ไม่เห็นด้วย / Not approve	<input type="radio"/> งดออกเสียง / Abstain

 วาระที่ : พิจารณาอนุมัติเพิ่มจำนวนกรรมการและเลือกตั้งกรรมการเข้าใหม่

Agenda 8 : To consider and approve the increase in the number of directors and the appointment of new director.

 (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

 (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 การแต่งตั้งกรรมการทั้งหมด / Appointment of all directors เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of each director

1.....

 เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

2.....

 เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

วาระที่ /Agenda..... เรื่อง /Subject .....

 ก. ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

 ข. ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบพิมพ์หนังสือมอบอำนาจถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I hereby certify that all details in this Annex to the form of proxy are true and correct in every respect.

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## หนังสือมอบฉันทะแบบ ค.

## Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลผู้ถือหุ้น)  
(for foreign shareholders who authorize the Custodian in Thailand.)

เขียนที่ / Made at .....

วันที่/ Date .....เดือน/ Month .....พ.ศ /Year .....

1) ข้าพเจ้า/We.....สัญชาติ/Nationality .....

อยู่บ้านเลขที่/Residing at.....ถนน/Road.....ตำบล/แขวง/Sub district .....

อำเภอ/เขต /District .....จังหวัด /Province .....รหัสไปรษณีย์ /Postal Code .....

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลผู้ถือหุ้นให้กับ.....

As the Custodian of (Please specify the fund name / Shareholder name)

ซึ่งเป็นผู้ถือหุ้นของ/as a shareholder of บริษัท อสมท จำกัด (มหาชน)/MCOT Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding a total amount of .....shares Which are entitled to cast .....votes as follows

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share shares in total which ae entitled to cast votes

หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share shares in total which ae entitled to cast votes

2) ขอมอบฉันทะให้/ hereby appoint

(1) ชื่อ /Name.....อายุ /Age .....ปี

อยู่บ้านเลขที่ /Residing at No.....ถนน /Road .....ตำบล/แขวง /Sub district .....อำเภอ/เขต/

District.....จังหวัด/Province.....รหัสไปรษณีย์/Postal Code.....

หรือ/or มอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบ /the Independent Director/ Chairman of the Audit Committee

มอบฉันทะให้กรรมการอิสระ / Or appoint the Independent Director:

 นางสาวยุดา กาศยพานนท์ อายุ 48 ปี / Miss Yada Kasayapanant Age 48 นางสาวศิริพร ไร่รุ่งเรืองกุล อายุ 39 ปี / Miss Siripron Wairungruangkul Age 39

เลขที่/Residing at No. 63/1 ถนน/Road พระราม 9/ Rama 9 ตำบล/แขวง/ Sub district ห้วยขวาง/Huaykwang อำเภอ/เขต/District

ห้วยขวาง/ Huaykwang จังหวัด/Province กรุงเทพฯ/Bangkok รหัสไปรษณีย์/Postal Code 10310

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น บมจ. อสมท ประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 10.30 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และรูปแบบอื่นด้วย

/ Only one of the above is assigned as my/our proxy to attend and vote in the 2026 Annual General Meeting of Shareholders on Thursday, April 30, 2026, at 10.30 hours, via electronic means (E-AGM), or at any adjournment thereof to any other date, time, and format.

3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

 มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้ / The voting right in all the voting shares held by us is granted to the proxy. มอบฉันทะบางส่วน คือ / The voting right in part of the voting shares held by us is granted to the proxy as follows: หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share shares in total which ae entitled to cast votes

 หุ้นบุริมสิทธิ.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share shares in total which ae entitled to cast votes

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รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด Total .....เสียง/votes

วาระที่ 2 : เรื่อง รับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2568

Agenda 2 : To acknowledge the report on the Company's 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

วาระที่ 3 : เรื่อง พิจารณานุมัติงบการเงินประจำปี สิ้นสุด ณ วันที่ 31 ธันวาคม 2568

Agenda 3 : To consider and approve the financial statements for the year ended 31 December 2025

December 31, 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

วาระที่ 4 : เรื่อง พิจารณาการงดจ่ายเงินปันผลประจำปี 2568

Agenda 4 : To approve abstention of dividend payment for the year 2025

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

วาระที่ 5 : เรื่อง พิจารณานุมัติค่าตอบแทนของกรรมการบริษัท ประจำปี 2569

Agenda 5 : To approve directors' remuneration for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

วาระที่ 6 : เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชีและการกำหนดค่าสอบบัญชี ประจำปี 2569

Agenda 6 : To appoint the auditors and approve the audit fees for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- เห็นด้วย / Approve       ไม่เห็นด้วย / Not approve       งดออกเสียง / Abstain

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วาระที่ 7 : เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 7: To approve the appointment new directors in replacement of those who are due to retire by rotation

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- การแต่งตั้งกรรมการทั้งหมด / Appointment of all directors

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of each director

นายวุฒิพงศ์ จิตตั้งสกุล / Mr. Wutipong Jittungsul

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

นายฉัตรชัย ธนาฤดี / Mr. Chatchai Thnarudee

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

นางสาวสุธิษา ประทุมกุล / Miss Sutisa Prathumkul

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

รองศาสตราจารย์สญลักษณ์ ปัญวัฒน์ลิขิต / Assoc.Prof. Sanyalux Panwattanalikit

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

วาระที่ 8 : พิจารณานอมติเพิ่มจำนวนกรรมการและเลือกตั้งกรรมการเข้าใหม่

Agenda 8 : To consider and approve the increase in the number of directors and the appointment of new director.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

- การแต่งตั้งกรรมการทั้งหมด / Appointment of all directors

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

- การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of each director

1. ผู้ช่วยศาสตราจารย์ วันวิชิต บุญโปร่ง / Asst.Prof. Wanwichit Boonprong

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

2. นายเจษฎา พงศ์ธนาธวันวัฒน์ / Mr. Jedsada Pongtanathanawat

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

วาระที่ 9 : เรื่องอื่นๆ (ถ้ามี) / Agenda 9 : Others (if any)

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

เห็นด้วย / Approve

ไม่เห็นด้วย / Not approve

งดออกเสียง / Abstain

4) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ให้ถือว่า การลงคะแนนเสียงนั้น ไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น / The Proxy's voting on any matters that are not pursuant to what is specified in this Proxy Form is Considered invalid and would not be regarded as a shareholders voting.

5) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการลงคะแนนเสียงในวาระใดไว้หรือระบุไปไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่จะระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / In case that I/we do not express my/our intention to vote on a particular matter, or do not express my/our intention clearly, or in case that the Meeting considers and resolves matters other than those specified

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above, as well as the case that there is any amendment made or provision of additional facts, the Proxy is entitled to consider and vote on my/our behalf as the Proxy deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ /

Any act (s) undertaken by the Proxy at such meeting shall be deemed as my/our own act (s) in every respect.

ลงชื่อ/ Signed ..... ผู้มอบฉันทะ/ Grantor  
(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ/ Proxy  
(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ/ Proxy  
(.....)

หมายเหตุ / Remarks:

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณี que ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น / Only foreign shareholders as registered in the registration book who authorize the Custodian in Thailand use the Proxy form C
- หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ / Evidences to be enclosed with the proxy form are:
  - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน / Letter of power of attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
  - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian) / Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian
- ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The shareholder assigning a proxy must authorize only one proxy to attend the meeting and cast the votes on his/her/their behalf and all votes of such shareholder cannot be split for more than one proxy.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In agenda regarding the appointment of new directors, the appointment can be made for all directors or for individual director
- ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตัวแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ Should the provisions prescribed above be insufficient to cover all the Proxy's intentions; the Proxy may use the attached Annex to the Proxy Form C.

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**ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ (แบบ ค.) /Annex to the Form of Proxy (Form C)**

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อสมท จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น บมจ. อสมท ประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 10.30 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชบัญญัติบริษัทมหาชนจำกัด พ.ศ. 2535 ซึ่งแก้ไขเพิ่มเติมโดยพระราชบัญญัติบริษัทมหาชนจำกัด (ฉบับที่ 4) พ.ศ. 2565 และพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 รวมถึงกฎหมายและระเบียบที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และรูปแบบอื่นด้วย / Grant of proxy as a shareholder of MCOT Public Company Limited at the 2026 Annual General Meeting of Shareholders on Thursday, April 30, 2026, at 10.30 hours, via electronic means (E-AGM) in accordance with the Public Limited Companies Act B.E. 2535 (1992), as amended by the Public Limited Companies Act (No. 4) B.E. 2565 (2022), the Emergency Decree on Electronic Meetings B.E. 2563 (2020), and other applicable laws and regulations, or at any adjournment thereof to any other date, time, and format.

- วาระที่ /Agenda..... เรื่อง /Subject .....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;  
 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  จดออกเสียง/Abstain .....เสียง/ vote(s)
- วาระที่ /Agenda..... เรื่อง /Subject .....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;  
 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  จดออกเสียง/Abstain .....เสียง/ vote(s)
- วาระที่ /Agenda..... เรื่อง /Subject .....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;  
 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  จดออกเสียง/Abstain .....เสียง/ vote(s)
- วาระที่ /Agenda..... เรื่อง /Subject .....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;  
 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  จดออกเสียง/Abstain .....เสียง/ vote(s)
- วาระที่ /Agenda..... เรื่อง /Subject .....
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy may consider the matters and vote on my/our behalf as follows;  
 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  จดออกเสียง/Abstain .....เสียง/ vote(s)

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วาระที่ : พิจารณาเลือกตั้งกรรมการ (ต่อ)

Agenda : To approve the appointment new directors (Continued)

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s)

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s)

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s)

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s) วาระที่ : พิจารณานุมัติเพิ่มจำนวนกรรมการและเลือกตั้งกรรมการเข้าใหม่

Agenda 8 : To consider and approve the increase in the number of directors and the appointment of new director.

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s)

ชื่อกรรมการ .....

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s) วาระที่ /Agenda..... เรื่อง /Subject ..... (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy may consider the matters and vote on my/our behalf as the proxy deems appropriate in all respects.

 (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy may consider the matters and vote on my/our behalf as follows;

 เห็นด้วย/Approve .....เสียง/vote(s)  ไม่เห็นด้วย/Not approve .....เสียง/vote(s)  งดออกเสียง/Abstain .....เสียง/ vote(s)

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบพิมพ์หนังสือมอบอำนาจถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I hereby certify that all details in this Annex to the form of proxy are true and correct in every respect.

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**Regulations on Shareholders’ Meeting and Voting Procedures**

<b>No. 20</b>	The Board of Directors shall hold the Annual General Meeting of shareholders within four months from the date ending the account period of the Company. Other Meetings of shareholders in addition to the Annual General Meeting shall be called the “Extraordinary General Meeting”, and the Board of Directors may convene the Extraordinary General Meetings of shareholders any time it deems expedient.
<b>No.21</b>	<p>One or more shareholder(s) holding not less than ten (10) percent of the total issued shares may request in writing to the Board of Directors to hold an extraordinary meeting of shareholders at any time but they shall clearly specify reasons for such request in the notice. In such case, the Board of Directors must hold a meeting of shareholders within forty-five days from the date of receipt of the notice.</p> <p>In the case that the Board of Directors does not hold such meeting within the period specified in the first paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may hold the meeting by themselves within forty-five days from the lapse of the period referred in the first paragraph. In this case, it shall be deemed that such shareholder’s meeting is the meeting called by the Board of Directors. The Company shall be responsible for all necessary expenses incurring from the organizing the meeting and facilitation.</p> <p>In the case that the quorum of the meeting convened as requested by the shareholders according to the second paragraph cannot be formed as required by this regulation (as specified in Article 26), the shareholders under the second paragraph shall be jointly responsible for any expenses incurring from organizing of such meeting.</p>
<b>No.22</b>	In convening a meeting of shareholders, the Board of Directors shall send out the document for the meeting to the shareholders and the Registrar for information not less than seven days before the date of the meeting. And the document shall specify place, date, time, agenda and matters to the meeting together with reasonable details, approval, or consideration, including opinion of the Board of Directors on said matters. The document for the meeting shall also be announced in a newspaper for not less than three days before the date of the meeting.
<b>No. 24</b>	The Shareholders shall be eligible to attend the Meeting and to vote in every Shareholder’s Meeting. With respect to voting, every hare entitles the shareholder to cast one vote. Voting shall be conducted openly unless five shareholders or more request a secret vote and the Meeting resolves accordingly. The procedures for conducting a secret vote shall be specified by the Chairman.
<b>No. 25</b>	<p>The shareholders may authorize other =persons as proxies to attend and vote on their behaves. The proxy shall submit this Proxy Form to the Chairman or the person designated by the Chairman before attending the Meeting. As required by the Limited Public Company Act B.E. 2535, the Proxy Form must specify the details as follows:</p> <p>(1) Number of shares being held by the grantor (2) Name of the proxy (3) Date and number of the meeting</p> <p>The proxy has the number of votes equivalent to the total number of shares of the shareholder who assigns the proxy, unless, before the voting process, the proxy announces to the meeting to vote only for some shareholders, by indicating the name and number of shares of shareholders who assign the proxy.</p>

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No.26	There must be shareholders and proxies (if any) present at the meeting in a number not less than twenty-five or not less than one half of the total number of shareholders, representing an aggregate number of shares not less than one-third of the total number of sold shares to constitute a quorum. If such meeting is convened due to the request of shareholders under Article No. 21, number of the shareholders present is insufficient to form a quorum upon the lapse of one hour from the time fixed for the meeting commencement, it shall be cancelled. But if such meeting is convened not up to the request of shareholders under No. 21, it shall be reconvened and the document for the meeting shall be sent to the shareholders not less than seven days and not more than fourteen days ahead of the date of the meeting, and no quorum is required in this case.
No. 28	The Chairman of the Shareholders' Meeting shall conduct the Meeting in accordance with these regulations and in the order of the agenda stated in the notice calling for meeting, unless the Meeting has passed a resolution changing the order of priority of the agenda with a vote of not less than two-thirds of the number of the shareholders attending the Meeting. After the Meeting has been convened in accordance with the first paragraph, the shareholders holding no less than one-thirds of the total number of the shares sold may request the Meeting to consider matters other than those indicated in the notice calling for the Meeting. If the Meeting does not complete the consideration of the agenda under the first paragraph or the matters raised by the shareholders under the second paragraph, as the case may be, and if necessary to postpone the Meeting, the Meeting shall fix the place, date and time for holding the next Annual General Meeting and the Board of Directors shall send out notice calling for such Meeting to the Shareholders no less than seven days prior to the date of such Meeting. The said notice shall be published for three consecutive days in a newspaper not less than three days prior to the date of the Meeting.
No. 29	A resolution of the meeting of shareholders shall be supported by the majority of votes of the shareholders attending the Meeting and having voting rights. In the event of equal number of votes, the Meeting Chairman shall give the casting vote.
No. 30	The decision-making on the following matters requires not less than three-fourth of total number of shareholders attending the Meeting and eligible to vote: <ul style="list-style-type: none"> <li>(1) To amend contracts and regulations of the Company</li> <li>(2) To rise authorized capital</li> <li>(3) To reduce authorized capital</li> <li>(4) To issue and trade corporate bond</li> <li>(5) To merge the firms</li> <li>(6) To close down</li> <li>(7) To trade or transfer the corporate businesses to other partly or entirely</li> <li>(8) To purchase or take over corporate businesses of other companies, whether public company limited of company</li> <li>(9) To amend or cancel the contracts on corporate leasing partly or entirely</li> <li>(10) To assign other party to manage corporate businesses or</li> <li>(11) To merge the firm on the purpose of profit or loss share</li> </ul>
No. 31	Shareholders who have personal interest in a matter which relates to the Company's affairs shall be prohibited to vote on that matter, unless the agenda relating the vote for electing Directors.
No. 34	The remuneration of the Board of Directors, if not provided herein, shall be determined in accordance with the resolutions of the Annual General Meeting of Shareholders, having at least a two-third (2/3) majority if those members eligible and present to vote.

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No. 37	<p>The rules and means for the Director selection for the Meeting of Shareholders are as follows:</p> <ol style="list-style-type: none"><li>(1) One share is equivalent to one vote.</li><li>(2) Each shareholder is able to cast all the votes pursuant to (1) for one or more nominated Directors without preference.</li><li>(3) The nominated Directors who rank first and other respectively pursuant to the votes they received will be selected directors as the total number of directors specified. In case equal votes exceed number of directors, the Chairman of the Meeting is required to cast the vote.</li></ol>
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## Privacy Notice for the Annual General Meeting of Shareholders 2026

MCOT Public Company Limited (“MCOT”) recognizes the importance of personal data protection in accordance with the Personal Data Protection Act B.E. 2562 (2019), which guarantees the rights of individuals in Thailand to be protected regarding the processing of personal data. MCOT hereby informs you of the details of the processing of your personal data as a shareholder or a proxy as follows:

### Contractual Basis

Upon registration for the 2026 Annual General Meeting of Shareholders (AGM), it is necessary for you to provide essential personal data to enable MCOT to process your registration and facilitate AGM-related arrangements and communications. This constitutes a contractual basis under Section 24 (3) of the PDPA.

MCOT does not request your consent for processing data that is not strictly necessary for your AGM registration and participation.

MCOT will record still images and video footage of the AGM atmosphere and attendees for reporting and public relations purposes. Such media may feature your appearance; however, no specific identification of individual attendees will be provided. Should you wish to object to the publication or use of your image, you may exercise your right to request its removal or restricted use.

Furthermore, MCOT may conduct research on your data, either independently or via third parties, to identify organizations or agencies potentially interested in AGM details or other future services of MCOT, without identifying specific individuals who attended the AGM.

The processing of data and communication with the data subjects in this case is based on the Legitimate Interest Basis under Section 24 (5). In processing under this basis, MCOT will consider the following criteria:

- The volume of data processing is limited to what is necessary.
- The data utilized is publicly disclosed and does not constitute sensitive data.
- The processing involves low risks to personal data protection.
- There is no reasonable alternative for communication with the relevant persons.
- Accessible channels are provided for opting out of information or communications.

### Use of Personal Data

Personal data provided to MCOT for AGM registration—including proxy forms, identification documents, and data received from the Thailand Securities Depository Co., Ltd. (TSD)—will be used solely for the purpose of providing and improving services. Certain data, such as name, surname, and address, may be processed as aggregate data for analysis and statistical purposes through methods that preclude individual identification.

MCOT may process Sensitive Personal Data as appearing in identification documents (e.g., religion or race on a national ID card) exclusively for identity verification purposes. MCOT will not utilize such data for other purposes and will proceed to delete or anonymize it so that the individual can no longer be identified.

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In the event that the attendee is a proxy, if the proxy provides the grantor's personal data to MCOT, the proxy represents and warrants that:

(1) The proxy has verified the accuracy and completeness of the grantor's data and will notify MCOT of any changes.

(2) The proxy has obtained lawful consent or relies on other legal bases for the processing of the grantor's personal data.

(3) The proxy has informed the grantor of MCOT's relevant Privacy Policy.

(4) The proxy represents and warrants that MCOT is authorized to collect, use, and disclose the personal data for the purposes stipulated herein.

#### **Personal Data Protection Measures**

MCOT implements necessary and reasonable technical and organizational measures to protect your personal data. In cases where

MCOT engages a Data Processor, MCOT ensures that formal agreements are in place to enforce such data protection standards.

MCOT will not distribute or sell your personal data under any circumstances and will not transfer your data to third parties, except to authorized Data Processors acting under MCOT's instructions. Furthermore, MCOT will not transfer your personal data outside of Thailand.

#### **Personal Data Retention**

MCOT retains your personal data for as long as necessary to fulfill the legal purposes of collection:

- Data processed under the Contractual Basis and Legitimate Interest Basis will be retained for a period of 1 year.
- Upon expiration of the retention period, MCOT will proceed to delete or anonymize the personal data.

#### **Data Subject Rights**

Pursuant to the PDPA, a data subject is entitled to exercise the following rights: the right to access and obtain a copy of their personal data; the right to object to the collection, use, or disclosure of personal data; the right to rectification; the right to erasure (subject to the specified retention period); the right to restriction of processing; the right to data portability; the right to lodge a complaint with the competent authority; and the right to withdraw consent at any time.

#### **Contact MCOT**

Should you have any inquiries regarding this policy or MCOT's personal data processing practices, please contact:

Company Secretary Department  
MCOT Public Company Limited  
63/ 1 Rama IX Road, Huai Khwang  
Bangkok 10310 Thailand

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For more information, please visit <https://investor.mcot.net/th/corporate-governance/anti-corruption>

## Enquiry Submission Prior to the 2026 Annual General Meeting of Shareholders

Realizing the importance of shareholders and the promotion of Corporate Governance principles, MCOT Plc. has established an enquiry submission system for shareholders to submit enquiries relating to the meeting agenda in advance of the Shareholders' Meeting. The details are as follows:

### 1. Qualifications of shareholders eligible to submit enquiries:

Being a shareholder eligible to attend and vote at the 2026 Annual General Meeting of Shareholders, whose name appears on the Company's share register book on the Record Date to determine shareholders eligible to attend the meeting, in accordance with Section 225 of the Securities and Exchange Act B.E. 2535 (1992).

### 2. Enquiry submission together with the following shareholders' details:

1) Shareholder's information: Name, address, phone number, and e-mail address (if any), including the number of shares held.

2) Enquiry details:

- (1) Must pertain to the agenda items of the 2026 AGM of Shareholders, the principal agenda items of which are as follows:
  - To Acknowledge the Company's operating results for the year 2025
  - To Consider and approve the financial statements for the year ended 31 December 2025
  - To approve abstention of dividend payment for the year 2025
  - To Approve director's remuneration for the year 2026
  - To appoint the auditors and approve the audit fees for the year 2026
  - To Approve the appointment new directors in replacement of those who are due to retire by rotation
  - To consider and approve the increase in the number of directors and the appointment of new director.
- (2) Other material information of the Company.

### 3. Channels for inquiry submission

1) The Company's web site: [www.mcot.net/ir](http://www.mcot.net/ir)

2) E-mail: [cgmcot@mcot.net](mailto:cgmcot@mcot.net)

3) Registered mails to the following address:

Company Secretary Department (Inquiry Submission in advance)

MCOT Public Company Limited

63/ 1 Rama IX Road, Huai Khwang

Bangkok 10310 Thailand

### 4. Inquiry Submission Period

Inquiry submission period has been scheduled between April 1, 2025.

### 5. Answering inquiries submitted in advance of the 2025 Annual General Meeting of Shareholders

MCOT will answer inquiries submitted before the 2025 Annual General Meeting of Shareholders via e-mails, and other channels as appropriate to allow other shareholders to equally receive information.

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**Question Submission prior to 2026 Annual General Meeting of Shareholders**

Please return the completed form to:  
The Company's web site: [www.mcot.net/ir](http://www.mcot.net/ir)  
Email : [cgmcot@mcot.net](mailto:cgmcot@mcot.net)  
Registered mails to the following address:  
Company Secretary Department (Inquiry Submission in Advance)  
MCOT Plc. 63/ 1 Rama IX Road, Huai Khwang Bangkok 10310 Thailand

To Company Secretary Department

My name is .....age .....  
holding.....shares residing at .....

Tel:.....

E-mail:.....,

I would like to submit advance questions regarding the agenda of the 2026 Annual General Meeting of Shareholders, agenda

item:.....  
.....  
.....  
.....  
.....  
.....  
.....

Inquiry submission period has been scheduled between April 1, 2026.

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Enclosure 15

**Request Form for Meeting Documents of the 2026 AGM of MCOT Plc.**

Please provide details according to the form enclosed in the public invitation announcement, clearly specifying the documents requested (excluding confidential documents).

Send to: Company Secretary, MCOT Public Company Limited, No. 63/1, Rama IX Road, Huai Khwang Subdistrict, Huai Khwang District, Bangkok 10310, Thailand

or via email: [cgmcot@mcot.net](mailto:cgmcot@mcot.net)

To Company Secretary Department

Name.....

Residing at

.....  
.....  
.....

Telephone .....

E-mail.....

I would like to receive the following document

- Form A General Proxy Form
- Form B Specific Proxy Form
- Form C Partial Proxy Form (for foreign shareholders who authorize the Custodian in Thailand)
- The 2025 Annual Registration Statement Form 56-1 One Report
- The 2025 Financial Auditor's Report and Financial Statements

Download the documents for the Annual General Meeting of Shareholders

<https://investor.mcot.net/th/document/shareholder-meetings>

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## MAP Of MCOT Public Company Limited



**MCOT Public Company Limited**  
63/1 Rama IX Road, Huai Khwang  
Bangkok 10310 Thailand  
Phone +66 (0) 2201 6151 , 02 201 6491  
Website: [mcot.net/ir](http://mcot.net/ir) E-mail : [cgmcot@mcot.net](mailto:cgmcot@mcot.net)

**and anti-corruption to achieve sustainable development.**

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## What is “Give stock, get merit” and “Give dividend, get happiness”?

**“Give stock, get merit”** This project started off with the opportunity for shareholders to participate in contributing to the society by **“Donating some shares of stock”** to the foundation or organization receiving donations. Shareholders can donate any of the securities starting from one share of stock or more.

**“Give dividend, get happiness”** is an extension of the original project by encouraging shareholders to **“Donate dividends”** to the foundation or organization receiving donations. Shareholders can donate dividends from any of the securities that gains monetary benefit at specified value as already set or agreed upon.



### Rationale and objectives

1. To collect monetary values or benefits from participating shareholders (donors).
2. To provide the recipients with an amount that can help enhance the society at large towards sustainability, no matter how large or small the amount of the donation may be.

## Donating stocks



### Donation channels

- 1. Donate directly at TSD**  
TSD Counter Service: Building B (1st Fl)  
The Stock Exchange of Thailand, Ratchadaphisek Road  
Subway (MRT) station: Thailand Cultural Center (Exit 3)
- 2. Send your application by mail**  
Customer Service: The Stock Exchange of Thailand Building  
93 Ratchadaphisek Road, Din Daeng, Din Daeng, Bangkok 10400
- 3. Contact your securities company (broker/custodian)**

## Donating dividends



### Donation channels

- 1. Donate directly at TSD**  
TSD Counter Service: Building B (1st Fl)  
The Stock Exchange of Thailand, Ratchadaphisek Road  
Subway (MRT) station: Thailand Cultural Center (Exit 3)
- 2. Send your application by mail**  
Investor Service: The Stock Exchange of Thailand Building (14th Fl)  
93 Ratchadaphisek Road, Din Daeng, Din Daeng, Bangkok 10400
- 3. Send your request via website: TSD Investor Portal**

**\*\* For shareholders who are already TSD Investor Portal members, this channel does not require supporting documents\*\***

**At MCOT, we all work together towards a common goal of promoting transparency and anti-corruption to achieve sustainable development.**