

**Charoong Thai Wire and Cable Public Company Limited**  
**Minutes of the Annual General Meeting of Shareholders for 2026**  
**via Electronic Means (E-AGM)**

**Live broadcast at the Company's Head Office, Central City Tower, 12A<sup>th</sup> Floor,  
589/71 Debaratana Road, North Bangna Sub-district, Bangna District, Bangkok  
Tuesday, April 23, 2026 at 3.00 p.m.**

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Mr. Chai Sophonpanich, Chairman of the Board of director, acted as Chairman of the Meeting.

Mr. Thanapon Tungjai, Company Secretary, informed that the Meeting was convened via Electronic Means (E-AGM) according to the Emergency Decree on Electronic Meeting B.E.2563 and the related laws and regulations. The Company has selected the E-AGM system provided by OJ International Co., Ltd., (OJ), a provider specializing in electronic meeting services. The system is certified in accordance with the standards of the Electronic Transactions Development Agency (ETDA) and will be used as the official platform for conducting the meeting. On the day of the Meeting, there were 16 shareholders present in person via Electronic Means and 27 proxies or a total of 43 persons attending the Meeting, counting 285,205,704 shares, representing 71.6766 % of the total 397,906,284 issued and paid-up shares, exceeding one-third of the total number of shares sold. A quorum was constituted in accordance with the Company's Articles of Association. In this regard, the Company recorded the Meeting in video format in order to release it to the shareholder to rewatch later.

The Chairman declared the Meeting open and assigned the Company Secretary to explain the details and meeting procedures to the Meeting. The Company Secretary then introduced to the Meeting the Directors, the Company's Management and the Auditors. These persons were as follows:

Directors attending the Meeting: 8 of 11 persons (representing 72.73% of the total number of directors)

The following Directors attending the Meeting in person:

- |                               |   |
|-------------------------------|---|
| 1. Mr. Chai Sophonpanich      | Chairman  |
| 2. Mr. Sun Tao-Heng           | Director and Executive Vice-Chairman  |
| 3. Mr. Shih-Hao Chiu          | Director and Managing Director  |
| 4. Mrs. Sununtha Phaengsook   | Director, Member of the Nomination and Compensation Committee and Deputy Managing Director, Finance             |
| 5. Mr. Sai Wah Simon Suen     | Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Compensation Committee |
| 6. Mr. Thongchai Chasawath    | Independent Director and Audit Committee Member   |
| 7. Mr. Supachai Phanyawattano | Independent Director  |

The following Directors attending the Meeting via Electronic Devices:

- |                       |   |
|-----------------------|---|
| 8. Mr. Steven Suey Ku | Independent Director and Audit Committee Member |
|-----------------------|---|

Directors absent at the Meeting

- |                              |                      |
|------------------------------|----------------------|
| 1. Mr. Pornwut Sarasin       | Independent Director |
| 2. Mr. Lee Michael Chao-Chun | Director             |
| 3. Mr. Yuan Chun-Tang        | Director             |

The Company's Management attending the Meeting: 3 persons

1. Mr. Tanasit Aungskasit Deputy Managing Director, Sales and Marketing
2. Mrs. Apanut Wongjarit Asst. Managing Director, Accounting
3. Mr. Bandhit Tanchavalit Asst. Managing Director, Siam Pacific Electric Wire and Cable Co., Ltd., CTW's 100% subsidiary

Auditors from EY Office Limited attending the Meeting via Electronic Devices: 2 persons

1. Ms. Krongkaew Limkittikul
2. Ms. Natiwan Suwanrungrueng

The Company Secretary explained to the shareholders regarding the governing rules of shareholder meetings and procedures of voting as follows:

1) In voting at the shareholders meeting, will ask for a resolution on an agenda, a shareholder shall have the voting rights equal to the number of shares held which one share would have one vote.

2) The Meeting would consider each item of the agenda in the order as shown in the meeting invitation letter. The shareholders were given a chance to ask questions and comment on any issues related to each agenda, by typing a message in the textbox and clicking on send button, by stating their full name and indicating their status as either a shareholder or a proxy. The Company will address any questions relevant to the agenda items and will record such inquiries and responses in the minutes of the meeting accordingly

3) After the Company answers the question and announces the voting result of each agenda, it shall be deemed that voted casting of such agenda is concluded.

4) For the agenda regarding the election of directors, shareholders are required to cast their votes for the election of each director.

5) In case self-attending shareholders may cast their vote in each agenda by clicking the voting section either "approve", "disapprove", or "abstain". The Company provided approximately 1 minute to cast the vote during the period that the casting of vote is opened for each agenda. For shareholders who do not vote in any agenda, the system will automatically count their vote as "approve".

6) The shareholders who authorized their proxies to the Independent Directors and the shareholders who cast votes in advance, the Company shall cash votes of approval, disapproval or abstention on each agenda according to their requisition.

7) A shareholder who has interest in any agenda shall have no right to vote on such agenda.

8) In the vote-counting process, a resolution will require a majority of votes at the Meeting, except for the agenda concerning the remuneration of directors that must be approved with the votes of not less than two-thirds of all votes from shareholders who are present at the Meeting and have the right to vote.

In addition, the Company Secretary informed the Meeting that the Company is not yet a member of the Thailand's Private Sector Collective Action Coalition Against Corruption (CAC), but the Company has established the Anti-Corruption Policy. And the parent company of the Company is the listed company on the New York Stock Exchange, USA, which has the strict rules regarding anti-corruption that the Company must comply with such rules.

In case where question submitted or comment given was irrelevant to the agenda being considered, please submit such question or comment during the agenda for other business towards the end of the Meeting in order for the Meeting would be well proceeded.

The shareholders acknowledged the procedures of voting, the Chairman then assigned Mr. Thanapon Tungjai, Company Secretary, to conduct the Meeting in accordance with the Company's Articles of Association and the specified agenda respectively as follows:

**Agenda 1. To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2025**

Mr. Thanapon Tungjai, Company Secretary, requested the Meeting to consider and certify the Minutes of the Extraordinary General Meeting No.1/2025 held on October 3, 2025, copies of which had been distributed to the shareholders together with the invitation letter for this Meeting. After consideration, the Board of Directors deemed that the said Minutes have been correctly contained the resolution of the meeting of shareholders and submitted to the Stock Exchange of Thailand within the time frame prescribed by the laws.

The Company Secretary invited the shareholders to ask the questions or make comments. There was no inquiry.

The Meeting made its consideration and resolved to certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2025, as proposed by the Company Secretary with the number of votes as follows:

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

**Agenda 2. To acknowledge the Company's operating results for 2025**

The Chairman assigned Mr. Thanapon Tungjai, Company Secretary, reported the summary of operating results of the Company and its subsidiaries based on the consolidated financial statements for the year 2025 as follows:

	<u>(Million Baht)</u>		
Total Assets	6,030	Increased by	7.62%
Total Liabilities	2,029	Increased by	20.63%
Equity attributable CTW's Shareholders	4,004	Increased by	2.09%
Income from Sales	5,797	Decreased by	4.34%
Cost of Sales	5,457	Decreased by	3.18%
Selling and Distribution Expenses	70	Increased by	1.45%
Administrative Expenses	164	Decreased by	8.38%
Impairment loss on financial assets	3	Decreased by	98.04%
Finance Cost	31	Decreased by	32.61%
Profit attributable to CTW	107	Profit increased by	3.88%
		<u>Year 2025</u>	<u>Year 2024</u>
Gross Profit Margin (%)		5.87	7.00
Net Profit Margin (%)		1.85	1.70

The Company and subsidiaries had net profit for the year 2025 of Baht 107 million, profit increasing by Baht 4 million or 3.88% compared with net profit of Baht 103 million in 2024.

There were details as appeared in the Annual Registration Statement/Annual Report for 2025 (Form 56-1 One Report), copies of which have already been distributed to the shareholders in QR Code format.

The Company Secretary invited the shareholders to ask the questions or make comments regarding the Company's operating results for 2025, In this regard, the following questions were raised:

Ms. Chanathip Wittayakul, a shareholder rights volunteer, acting as a proxy of the Thai Investors Association, submitted two questions in advance to the Company as follows:

Question 1: From the 2025 financial statements, the Company has a significant increase in inventory, and Trust Receipt borrowings have increased from Baht 348 million to Baht 948 million. Please clarify whether the accumulated inventory is prepared to support any specific product segments, and whether management has a plan to accelerate inventory liquidation in order to reduce interest expenses back to normal levels.

The Company Secretary responded that "The increase in inventory as of the end of 2025 is in line with the nature of the Company's made-to-order business. The increased inventory mainly consists of raw materials and work-in-progress, which are prepared for delivery against confirmed orders (backlog) in early 2026. These are primarily in the product groups of copper conductor cables and enameled wire.

In addition, the increase in outstanding Trust Receipt is related to raw material procurement during the fourth quarter of 2025 to align with the increased order volume. The Company has obtained credit terms from financial institutions of up to 180 days. Upon delivery of goods and receipt of payment from customers, the Company will use such proceeds to gradually repay the Trust Receipt, in some cases ahead of schedule, which will result in a reduction of interest expenses in accordance with the normal business cycle."

Question 2: How does the Company assess the opportunities and readiness to enter the electric vehicle (EV) market and Smart Grid systems? In addition, does the Company currently have any research and development collaboration with the PEWC Group in Taiwan for these product groups?

The Company Secretary responded that "Due to the rapid growth of the electric vehicle industry and related businesses in recent years, the Company has established a dedicated task force to study the feasibility of this market in depth. Based on the consideration of various factors, the Company has determined that this product group will be part of its long-term business development plan.

At present, the Company's main objective is to collaborate with partners to expand into the electric vehicle charging station (Charging Station) market. The Company has made significant progress and has already secured certain orders.

With respect to collaboration with the PEWC Group in Taiwan, the Company continues to closely coordinate to explore opportunities for resource integration in order to enhance the competitiveness of the Group in the future."

There were no further questions or comments from shareholders.

The Meeting acknowledged such the Company's operating results for 2025.

**Agenda 3. To consider and approve the Company's Balance Sheets and Income statements for the year ended 31 December 2025**

The Chairman assigned Mr. Thanapon Tungjai, Company Secretary, proposed the Meeting to consider and approve the Balance Sheets, Income Statements and Cash Flow Statements for the year ended 31 December 2025, which were audited and certified by Ms. Krongkaew Limkittikul, Certified Public Accountant No.5874 and reviewed by the Audit Committee, details as shown in the Annual Registration Statement/Annual Report for 2025 (Form 56-1 One Report) which were distributed to all shareholders.

The Company Secretary invited the shareholders to ask the questions or make comments regarding the Statements of Financial Position and Income Statements for the year 2025. There was no inquiry, the Meeting was thus requested to vote on this agenda item.

The Meeting then made its consideration and resolved to approve the Balance Sheets, Income Statements and Cash Flow Statements for the year ended 31 December 2025, as presented by the Company Secretary with the number of votes as follows:

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

**Agenda 4. To consider and approve the allocation of net profit for 2025's operating results and dividend payment.**

The Chairman assigned Mr. Thanapon Tungjai, Company Secretary, stated to the Meeting that the Company has a dividend payment policy to allocate not less than 25 percent of net profit based on the separate financial statements as of the end of the year after deducting the legal reserve and the Board of Directors shall propose that the meeting of shareholders to consider and approve. Whenever there is payment of dividend, the Company shall allocate not less than 5 percent of the annual net profit, less the accumulated losses (if any), as a legal reserve to the extent that the legal reserve is equal to at least 10 percent of its registered capital.

The Company had profit of Baht 77,179,279 based on the separate financial statements for the year 2025 and had no accumulated losses, details were summarized as follows:

(Unit : Million Baht)

Unappropriated retained earnings as at 1 January 2025	88.79
Deduct : Dividend paid (for 2024 operating results)	<u>(19.90)</u>
Balance	68.89
Plus : Profit for the year 2025	77.18
Other comprehensive income for the year 2025	<u>(6.29)</u>
Total comprehensive income for the year 2025	<u>70.89</u>
Unappropriated retained earnings, balance as at 31 December 2025	<u>139.78</u>

Hence, the Meeting is requested to consider the allocation of net profit as follows:

- No legal reserve allocation because the Company's legal reserve has reached the amount required by the laws.
- Dividend payment from the Company's unappropriated retained earnings based on the separate financial statements for the year 2025 is proposed at the rate of Baht 0.08 per share for 397,906,284 shares, totaling Baht 31.83 million. The record date

for shareholders entitled to receive the dividend is set for 13 March 2026, and the dividend payment date is scheduled for 15 May 2026

The Company Secretary invited the shareholders to ask the questions or make comments regarding the allocation of net profit for the year 2025. There was no inquiry, the Meeting was thus requested to vote on this agenda item.

The Meeting made its consideration and resolved not to allocate any additional amount to the legal reserve, as the Company's legal reserve has fully satisfied the requirements prescribed by law and to approve the dividend payment from unappropriated retained earnings based on the separate financial statements for the year 2025 at the rate of Baht 0.08 per share for 397,906,284 shares, totaling Baht 31.83 million. The dividend payment is scheduled to be paid on May 15, 2026, with the number of votes as follows:

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

#### **Agenda 5. To consider and approve the remuneration to directors and staffs for 2025**

The Chairman assigned Mr. Thanapon Tungjai, Company Secretary, to stated that the Board of Directors, on the recommendation of the Nomination and Compensation Committee, proposed the shareholders meeting to consider and approve the payment of remuneration to directors and staffs for the year 2025 according to the Company's Articles of Association, at the rate of 0.40425% of net sales based on the separate financial statements, which were Baht 3,205,866,689 or equal to the amount of Baht 12.96 million, by allocating to the directors at one-third and the staffs at two-third as follows:

Remuneration to directors	Baht 4.32 million
Remuneration to staffs	Baht 8.64 million

The Company Secretary invited the shareholders to comment or ask the questions regarding the payment of remuneration to directors and staffs for 2025.

The Meeting made its consideration and resolved to approve the payment of the remuneration to directors and staffs for the year 2025 as proposed by the Board of Directors with the number of votes as follows:

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

#### **Agenda 6. To consider and approve the directors' s remuneration for the year 2026.**

The Chairman assigned Mr. Thanapon Tungjai, Company Secretary, to report to the Meeting that the Board of Directors, on the recommendation of the Nomination and Compensation Committee which considered the meeting allowance by comparison with the other companies in the same industry. Therefore, it was deemed appropriate to propose that the meeting of shareholders to consider and fix the meeting allowance for the year 2026 for directors and the Board Committee members who only present at the meeting, to remain at the same rate as that of the previous year, as follows:

1. The Board of Directors :
  - Chairman Baht 50,000/meeting
  - Other directors Baht 40,000/meeting
2. The Audit Committee:
  - Chairman Baht 40,000/meeting
  - Other members Baht 30,000/meeting
3. The Nomination and Compensation Committee:
  - Chairman Baht 40,000/year
  - Other members Baht 30,000/year

There were no the monthly remuneration and other benefits (non-monetary) for the directors.

The Company Secretary invited the shareholders to ask the questions or make comments regarding the determination of the meeting allowance to directors for the year 2026. There was no inquiry, the Meeting was thus requested to vote on this agenda item.

The Meeting made its consideration and resolved to fix the meeting allowance to directors for 2026 as proposed by the Board of Directors with the number of votes as follows:

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

#### **Agenda 7. To consider and elect directors in replacement of those who are retired by rotation.**

The Chairman assigned Mr.Thanapon Tungjai, Company Secretary, to stated that according to Article 17 of the Company's Articles of Association, one-third of the directors shall be retired at every annual general meeting of shareholders. At the 2026 Annual General Meeting of Shareholders, three directors must be retired by rotation, namely:

- 1) Mr. Chai Sophonpanic Chairman of the Board of Director
- 2) Mr. Lee Michael Chao-Chun Director
- 3) Mr. Sai Wah Simon Suen Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Compensation Committee

The Board of Directors, excluding the three nominated directors, concurred with the proposal of the Nomination and Compensation Committee and deemed that the above retiring directors have suitably qualification, with no disqualification pursuant to any relevant laws or regulations. They also have eminent individual with expertise in the business administration, the knowledge and capability that will benefit the Company's business. Therefore, it was deemed appropriate to propose the shareholders meeting to re-elect the said three retiring directors, namely; 1) Mr. Chai Sophonpanic, 2) Mr. Lee Michael Chao-Chun and 3) Mr. Sai Wah Simon Suen to retain their offices for another term.

The Company Secretary invited the shareholders to ask the questions or make comments regarding the election of directors in replacement of those who are retired by rotation. There was no inquiry, the Meeting was thus requested to vote on this agenda item.

The Meeting made its consideration and resolved to re-elect the said three retiring directors to retain their offices for another term with the number of votes for an individual director as follows:

	Director	Approved		Disapproved		Abstained		Void	
		Votes	%	Votes	%	Votes	%	Votes	%
1	Mr.Chai Sophonpanic	280,580,794	100.0000	-	-	-	-	-	-
2	Mr.Lee Michael Chao-Chun	285,205,704	100.0000	-	-	-	-	-	-
3	Mr.Sai Wah Simon Suen	285,205,704	100.0000	100	0.0000	-	-	-	-

#### **Agenda 8. To consider and appoint the auditors and fix the audit fee for 2026.**

The Chairman assigned Mr.Thanapon Tungjai, Company Secretary, to report to the Meeting that the auditors of EY Office Limited have high professional standards and satisfactory performance, the Board of Directors agreed with the Audit Committee to propose the meeting of shareholders to appoint the auditors of EY Office Limited to be the Company's auditors for the year 2026 with the annual audit fee of the Company amounted to Baht 2,580,000 which was equal to that of the previous year and the annual audit fee of its 4 subsidiaries amounted to Baht 2,300,000 which was equal to that of the previous year.

None of the auditors provide other services; details are presented in the subject "Audit Fee" of the Annual Registration Statement/Annual Report for 2025 (Form 56-1 One Report). The proposed auditors to be appointed were as follows:

1. Ms.Krongkaew Limkittikul Certified Public Accountant Registration No.5874 or
2. Mr.Chatchai Kasemsrithanawat Certified Public Accountant Registration No.5813 or
3. Mr.Natthawut Santipet Certified Public Accountant Registration No.5730

The above proposed auditors and EY Office Limited do not have any relationship and/or interest with the Company/its subsidiaries/its management/its major shareholders of related persons of those.

With regards to the Company's 4 subsidiaries which are incorporated in Thailand, they appoint Ms.Krongkaew Limkittikul, Certified Public Accountant Registration No. 5874 of EY Office Limited to be the auditor for the year 2026.

The Company will propose Ms. Krongkaew Limkittikul to be the auditor who signs the audit report on the Company's financial statements for the year 2026 since she is also the auditor of subsidiaries. She will begin to perform duties, express an opinion and signs the audit report on the Company's financial statements from the year 2023 onwards.

The Company Secretary invited the shareholders to ask the questions or make comments regarding the appointment of the auditors and determination of the audit fee for 2026. There was no inquiry, the Meeting was thus requested to vote on this agenda item.

The Meeting made its consideration and resolved to appoint Ms. Krongkaew Limkittikul, Certified Public Accountant Registration No.5874, or Mr. Chatchai Kasemsrithanawat Certified Public Accountant Registration No.5813 or Mr. Natthawut Santipet Certified Public Accountant Registration No.5730, of EY Office Limited to be the Company's auditors for the year 2026 with the annual audit fee of Baht 2,580,000. The Meeting also acknowledged the appointment of auditors and the annual audit fee of the Company's 4 subsidiaries of Baht 2,300,000 with the number of votes as follows:

9/.. Approved..

Approved	285,205,704	votes	Equivalent to	100.0000%
Disapproved	-	votes	Equivalent to	-
Abstained	-	votes	Equivalent to	-
Void	-	votes	Equivalent to	-

**Agenda 9. To consider other issues.**

The Company Secretary invited the shareholders to ask the questions or make comments.

There were no further inquiries from the shareholders.

The Chairman thanked the shareholders, who had devoted their time to attend the Meeting and approve the matters proposed by the Board of Directors, and closed the Meeting.

The Meeting was adjourned at 3.55 p.m.

Signed  Chairman of the Meeting  
(Mr. Chai Sophonpanich)