

CENTRALRETAIL

2026 Annual General Meeting of Shareholders Central Retail Corporation Public Company Limited April 10, 2026 at 2:30 p.m.

Convene the meeting by electronic means only (E-AGM)

Register by yourselves

Shareholders will be able to register through the system from March 27, 2026 at 8:00 a.m.

Granting Proxy (Recommended to grant proxy to Independent Director)

The shareholders must submit documents to the Company **within April 8, 2026** via 2 channels as follows:

- 1) e-mail : crc_companysecretary@central.co.th
- 2) Registered post
to: Company Secretary & Corporate Governance Office
Central Chidlom Tower, 14th Floor,
22 Soi Somkid, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330
Phone: (02) 650 3600

It is recommended that the shareholders study the Procedures and Instructions for Attending the AGM and Relevant Articles of Association (Attachment 4).

CENTRALRETAIL

Ref. CRC CS010/2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

March 13, 2026

To: Shareholders,
Central Retail Corporation Public Company Limited

- Attachments: 1) Annual Registration Statement/Annual Report 2025 (Form 56-1 One Report) in QR code format, including the audited financial statements for the fiscal year ended December 31, 2025
- 2) Profiles of Individuals Nominated for Appointment as Directors
 - 3) Profiles of the Proposed Auditors for the Year 2026
 - 4) Procedures and Instructions for Attending the AGM and Relevant Articles of Association
 - 5) Privacy Notice for the AGM of Central Retail Corporation Public Company Limited
 - 6) Proxy Form A, Form B and Form C (Proxy Form B is recommended.)

The Board of Directors' Meeting of Central Retail Corporation Public Company Limited (the "**Company**") resolved to convene the 2026 Annual General Meeting of Shareholders (the "**2026 AGM**") on Friday, April 10, 2026, at 2.30 p.m. **only through electronic means (E-AGM)** in accordance with applicable laws and regulations. The agenda items are as follows:

Agenda 1: Acknowledgement of the Company's operating results for the year 2025

Facts and Rationales: The Company has summarized its performance in 2025, as provided in the Annual Registration Statement/Annual Report 2025 (Form 56-1 One Report), Part I: Business Overview and Performance. (Details as set out in Attachment 1)

Board of Directors' opinion: The Board deems it appropriate to propose the Company's operating results for the year 2025 to the shareholders for consideration and acknowledgement.

Vote required: Voting is not required as this agenda is for shareholders' acknowledgement.

Agenda 2: Approval of the audited financial statements for the fiscal year ended December 31, 2025

Facts and Rationales: In compliance with the Company's Articles of Association and the Public Limited Companies Act, B.E. 2535 (as amended) (the "**PLC Act**"), the Company has prepared financial statements for the fiscal year ended December 31, 2025, which have been audited by the Company's certified external auditor, as provided in the Annual Registration Statement/Annual Report 2025 (Form 56-1 One Report), Part 3: Financial Statements (Details as set out in Attachment 1), summarized as follows:

Statement of Financial Position and Profit and Loss

Unit: Baht

Lists	Consolidated	The Company
Assets	246,848,501,756	173,659,169,560
Liabilities	177,561,316,087	89,663,929,181
Revenue from Sales	219,101,930,322	-
Total Revenue	253,164,511,827	16,438,283,803
Profit for the Year ¹	7,411,446,978	10,845,619,948
Profit per Share (Baht/share) ²	1.23	1.80

Notes: ¹ Profit for the year attributable to owners of the parent

² Profit per share calculated from profit for the year attributable to owners of the parent

Board of Directors' opinion: The Board deems it appropriate to propose that the shareholders consider and approve the financial statements for the fiscal year ended December 31, 2025, which have been audited and certified by the external auditor, who expressed an unqualified opinion thereon. The financial statements have also been reviewed and approved by the Audit Committee and the Board of Directors.

Vote required: A majority of the total number of votes of the shareholders attending the meeting and casting their votes.

Agenda 3: Approval of the profit allocation and dividend payment for the 2025 performance

Facts and Rationales: The Company has a policy to pay dividends to shareholders at a rate of not less than 40 percent of the net profit from the consolidated financial statements, after tax deductions, allocations to various reserve funds as required by law and the Company each year, and obligations under financial agreements (if any). The dividend payment must not exceed the retained earnings from the Company's separate financial statements. However, the dividend payout rate may be adjusted based on various factors, including operating results, cash flow, financial liquidity, financial position, investment plans, working capital requirements, future investment reserves, loan repayments, conditions and limitations specified in financial agreements, economic conditions, legal requirements, and other necessary considerations.

A comparison of the Company's dividend payout ratio for the year 2025 and the previous year is as follows:

Details of dividend payment	Year 2025	Year 2024
1. Consolidated Net Profit* (Baht)	7,411,446,978	8,136,306,026
2. Paid-up share capital (shares)	6,031,000,000	6,031,000,000
3. Annual dividend (Baht/share)	1.81	0.60
4. Total Dividends Amount (Baht)	10,916,110,000	3,618,600,000
5. Dividend Payout Ratio (%)	147.29	44.47

Note: * Profit for the year attributable to owners of the parent

Board of Directors' opinion: The Board deems it appropriate to propose that the shareholders consider and approve the following matters:

- 1) To acknowledge that, as of 31 December 2025, the Company has fully allocated the required legal reserve in the amount of Baht 632,000,000; therefore, no additional allocation of net profit to the legal reserve is required.
- 2) To acknowledge the interim dividend payment, being a special dividend, from the disposal of assets relating to the Rinascente department store business, as approved by the Board of Directors' Meeting held on 21 November 2025, at the rate of Baht 0.70 per share, totaling Baht 4,221,700,000, which was paid on 19 December 2025.
- 3) To approve the additional dividend payment for the operating results of the year 2025, totaling Baht 6,694,410,000 in aggregate, comprising:
 - 3.1) A dividend payment for the operating results of the year 2025 at the rate of Baht 0.53 per share, totaling Baht 3,196,430,000, derived from net profits, excluding the one-time non-cash impairment loss on investment in Nguyen Kim.
 - 3.2) A special dividend payment from the disposal of assets relating to the Rinascente department store business at the rate of Baht 0.58 per share, totaling Baht 3,497,980,000.

In this regard, the Company has fixed April 22, 2026 as the Record Date for determining the shareholders entitled to receive the dividends. The dividend payment is scheduled to be made on May 8, 2026. However, the entitlement to receive such dividends remains subject to approval by the 2026 AGM.

Accordingly, when including all dividend payments for the operating results of the year 2025, the total dividend payment will amount to Baht 10,916,110,000, representing 147.29% of the net profit attributable to the owners of the parent as reported in the consolidated financial statements, in accordance with the Company's dividend payment policy.

Vote required: A majority of the total number of votes of the shareholders attending the meeting and casting their votes.

Agenda 4: Approval of the appointment of directors in place of those retiring by rotation and the amendment to the Company's authorized signatories

Facts and Rationales: In compliance with Section 71 of the PLC Act and the Company's Articles of Association, one-third of the directors shall retire at every Annual General Meeting of Shareholders. If the number of directors cannot be divided into three parts, the number of directors closest to one-third shall retire. The directors who retire from office shall be eligible for re-election. In 2026, six directors are due to retire by rotation, namely:

- | | | | |
|----|----------------|----------------|--|
| 1) | Dr. Prasarn | Trairatvorakul | Chairman |
| 2) | Mrs. Pratana | Mongkolkul | Independent Director / Chairman of the Audit Committee / Member of the Corporate Governance and Sustainability Committee |
| 3) | Mr. Sompong | Tantapart | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |
| 4) | Mr. Sudhitham | Chirathivat | Director |
| 5) | Mrs. Yuwadee | Chirathivat | Director / Member of the Executive Committee / Member of the Business Unit Advisory Committee |
| 6) | Mr. Suthilaksh | Chirathivat | Director |

Mr. Suthilaksh Chirathivat has expressed his intention not to seek re-election as a director.

The Nomination and Remuneration Committee, excluding interested directors, has considered and complied with the director nomination criteria, including the qualifications prescribed in the Charter of the Board of Directors in accordance with applicable laws, as well as the Board Skill Matrix established by the Company to align with its business strategy in various areas.

The Committee has also taken into account diversity in qualifications, gender, age, race, religion, nationality, and country of origin (Board Diversity) in order to promote equality and eliminate unfair discrimination. In addition, the IOD Director Pool database has been considered as a source for recruiting new directors.

The Committee has further determined that any person nominated as a director must not hold directorship positions in more than four other listed companies. Independent directors must possess the qualifications prescribed by law and by the Company. In the case of existing independent directors proposed for re-election, their tenure must not exceed nine consecutive years. Mrs. Pratana Mongkolkul and Mr. Sompong Tantapart, who are independent directors, continue to possess all required qualifications under the applicable criteria and relevant laws and are able to perform their duties and express their opinions independently.

The Company invited shareholders to nominate qualified individuals for consideration as directors in advance via the Company's website during the period from December 1, 2025, to January 15, 2026. However, no such nominations were submitted to the Company.

The Nomination and Remuneration Committee, excluding interested directors, has considered the matter in accordance with the applicable requirements, rules, relevant laws, and the Company's nomination process. To ensure continuity in the performance of duties, the Committee deemed it appropriate to propose that the Board of Directors submit to the shareholders the re-appointment of the directors retiring by rotation to their existing positions, including their roles as Chairman and members of the Company's sub-committees, for another term (Details as set out in Attachment 2).

However, Mr. Suthilaksh Chirathivat has expressed his intention not to be re-nominated. The Committee considered that the remaining number of directors is appropriate and that the Board continues to possess sufficient knowledge and expertise to effectively manage the Company's business. Therefore, no replacement will be nominated, resulting in the Board comprising a total of 16 directors.

In addition, to align with the aforementioned changes in the Board of Directors, it is deemed appropriate to propose that the shareholders consider and approve the amendment to the Company's authorized signatory, as follows:

Current

“Mrs. Yuwadee Chirathivat, **Mr. Suthilaksh Chirathivat**, Mr. Prin Chirathivat, Mr. Tos Chirathivat, Mr. Pichai Chirathivat, Mr. Suthiphand Chirathivat, Mr. Sudhitham Chirathivat, Ms. Sukulaya Uahwatanasakul, Mr. Suthisarn Chirathivat; **two of these nine directors shall jointly sign and affix the Company’s seal.**”

Propose

“Mrs. Yuwadee Chirathivat, Mr. Prin Chirathivat, Mr. Tos Chirathivat, Mr. Pichai Chirathivat, Mr. Suthiphand Chirathivat, Mr. Sudhitham Chirathivat, Ms. Sukulaya Uahwatanasakul, Mr. Suthisarn Chirathivat; **two of these eight directors shall jointly sign and affix the Company’s seal.**”

Board of Directors’ opinion: The Board, excluding interested directors, has considered the matter and determined that the nominated individuals have been duly considered in accordance with the Company’s prescribed nomination process and possess qualifications in compliance with applicable laws and regulations, including the criteria for independent directors, and are suitable for the Company’s business operations. The Board therefore deems it appropriate to propose that the shareholders consider and approve the re-election of the five directors to serve another term, in line with the recommendation of the Nomination and Remuneration Committee, as follows:

- 1) Dr. Prasarn Trairatvorakul Director
- 2) Mrs. Pratana Mongkolkul Independent Director
- 3) Mr. Sompong Tantapart Independent Director
- 4) Mr. Sudhitham Chirathivat Director
- 5) Mrs. Yuwadee Chirathivat Director

In addition, to align with the aforementioned changes in the Board of Directors, it is proposed that the shareholders consider and approve the amendment to the Company’s authorized signatory as follows:

“Mrs. Yuwadee Chirathivat, Mr. Prin Chirathivat, Mr. Tos Chirathivat, Mr. Pichai Chirathivat, Mr. Suthiphand Chirathivat, Mr. Sudhitham Chirathivat, Ms. Sukulaya Uahwatanasakul, Mr. Suthisarn Chirathivat; **two of these eight directors shall jointly sign and affix the Company’s seal.**”

Vote required: A majority of the total number of votes of the shareholders attending the meeting and casting their votes. The election of directors will be considered on an individual basis.

Agenda 5: Approval of the remuneration for the Board of Directors for the year 2026

Facts and Rationales: In compliance with Section 90 of the PLC Act and the Company’s Articles of Association, directors are eligible to receive remuneration in the forms of monetary, meeting allowance, gratuity, bonus or any other forms of remuneration as the shareholders’ meeting considers to be appropriate for the duty of the Board of Directors.

The Nomination and Remuneration Committee has considered various aspects of appropriateness and reviewed the remuneration of other listed companies in the same industry. Therefore, the Committee deems it appropriate to recommend that the Board propose to the shareholders for consideration and approval the remuneration for the Board of Directors and its subcommittees for the year 2026, in an amount not exceeding Baht 32 million, unchanged from 2025.

Board of Directors’ opinion: The Board deems it appropriate to propose that the shareholders consider and approve the remuneration for the Board of Directors and its subcommittees for the year 2026 at the same rate as last year, in an amount not exceeding Baht 32 million. Such remuneration

comprises quarterly remuneration, meeting allowances, and bonuses (if any), as recommended by the Nomination and Remuneration Committee, with the following details:

1) Quarterly Remuneration and Meeting Allowance

	Type of Remuneration	Year 2026 (Proposed)	Year 2025	Change increase/ (decrease)
1	Remuneration	Baht/Quarter	Baht/Quarter	Baht/Quarter
	- Chairman	240,000	240,000	-
	- Director	90,000	90,000	-
	- Chairman of the Audit Committee*	160,000	140,000	+20,000
	- Member of the Audit Committee*	140,000	135,000	+5,000
	- Chairman of the Business Unit Advisory Committee	90,000	90,000	-
	- Member of the Business Unit Advisory Committee	85,000	85,000	-
2	Board of Directors' Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	88,000	88,000	-
	- Director	45,000	45,000	-
3	Audit Committee's Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	70,000	70,000	-
	- Member	55,000	55,000	-
4	Nomination and Remuneration Committee's Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	40,000	40,000	-
	- Member	35,000	35,000	-
5	Risk Policy Committee's Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	40,000	40,000	-
	- Member	35,000	35,000	-
6	Corporate Governance and Sustainability Committee's Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	40,000	40,000	-
	- Member	35,000	35,000	-
7	Business Unit Advisory Committee's Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Chairman	40,000	40,000	-
	- Member	35,000	35,000	-
8	Independent Directors' Meeting Allowance	Baht/time	Baht/time	Baht/time
	- Lead Independent Director	40,000	40,000	-
	- Independent Director	35,000	35,000	-

Notes:

Director who holds the position of executive or employee of the Company shall not receive quarterly remuneration or meeting allowance as a member of the sub-committees.

* The chairman and members of the Audit Committee shall not receive quarterly remuneration for their roles as company directors.

2) Director's Bonus

The bonus may be allocated to directors, subject to the discretion of the Board of Directors, which shall determine the conditions and bonus payment rate as deemed appropriate based on the Company's performance for the fiscal year ended December 31, 2026. The allocation of the bonus to each director shall depend on their performance and participation in the meetings. Directors who hold executive or employee positions within the Company shall not be eligible to receive such director bonuses.

3) Other benefits

- None-

Vote required: Not less than two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 6: Approval of the appointment of the external auditors and determination of the audit fee for the year 2026

Facts and Rationales: Pursuant to Section 120 of the PLC Act, the Annual General Meeting of Shareholders shall appoint an auditor and determine the audit fee of the Company on an annual basis. In this regard, the Audit Committee has considered and is of the opinion that the proposed auditors and audit fees are appropriate. The proposed auditors have no relationship with, or conflict of interest with, the Company, its subsidiaries, major shareholders, or persons related to such parties, and are therefore independent in auditing and expressing an opinion on the Company's financial statements.

Accordingly, it is recommended that the Board of Directors propose to the shareholders for approval the appointment of the auditor and the audit fee for the year 2026, and acknowledge the audit fees for the 2026 financial statements of the subsidiaries, which will be audited by PricewaterhouseCoopers ABAS Ltd.

Board of Directors' opinion: The Board deems it appropriate to propose that the shareholders consider the recommendation of the Audit Committee as follows:

- 1) To consider and approve the appointment of PricewaterhouseCoopers ABAS Ltd. as the Company's auditor, by appointing:
 - (1) Miss Wanvimol Preechawat Certified Public Accountant No. 9548 and/or
 - (2) Miss Amornrat Pearmpoonvatanasuk Certified Public Accountant No. 4599 and/or
 - (3) Miss Tithinun Vankeo Certified Public Accountant No. 9432

as the Company's auditor for the year 2026. The profiles of the proposed auditors are set out in Attachment 3.

The proposed auditors and PricewaterhouseCoopers ABAS Ltd., their auditing firm, are auditors approved by the Securities and Exchange Commission of Thailand and have no relationship with or interest in the Company, its subsidiaries, executives, major shareholders, or related persons of such parties. Accordingly, they are independent in auditing and expressing their opinion on the Company's financial statements in accordance with the regulations of the Stock Exchange of Thailand.

- 2) To consider and approve the audit fees for the financial statements for the year 2026 and the quarterly reviews of the Company's financial statements and consolidated financial statements, totaling Baht 5.8 million, excluding other services (Non-audit Fees), which remain unchanged from the year 2025.

Details	For the year ended December 31		
	Year 2026	Year 2025	Change
1. Audit fee for the separate financial statements			
- Financial Statements for the year	200,000	200,000	-
2. Audit fee for the consolidated financial statements			
- Financial Statements for the year	2,000,000	2,000,000	-
- Quarterly financial statements	3,600,000	3,600,000	-
Total	5,800,000	5,800,000	-
3. Non-audit fee	Paid as incurred	Paid as incurred	-

- 3) To acknowledge the audit fees for the financial statements for the year 2026 of the subsidiaries, audited by PricewaterhouseCoopers ABAS Ltd., other audit firms in Thailand, other member firms of the PricewaterhouseCoopers network overseas, and other audit firms overseas. The total audit fees decreased by approximately Baht 8.8 million, or 26.9%, compared to 2025, as detailed below:

Unit: Baht

Details	Year 2026	Year 2025	Change
1. Audit fee for subsidiary companies in Thailand	15,326,900	15,453,000	-126,100
2. Audit fee for overseas subsidiary companies	8,521,420	17,174,798	-8,653,378
Total	23,848,320	32,627,798	-8,779,478

Vote required: A majority of the total number of votes of the shareholders attending the meeting and casting their votes.

Agenda 7: Other matters (if any)

The Company invited shareholders to propose agenda items and nominate candidates for election as directors in advance via the Company's website from December 1, 2025, to January 15, 2026. However, no shareholder submitted any agenda item or director nomination to the Company.

Shareholders are advised to review the Procedures and Instructions for Attending the AGM and Relevant Articles of Association (Attachment 4). If shareholders have any questions regarding the meeting agenda, please submit such questions in advance via email at ir@central.co.th or through the website: <https://www.centralretail.com/en/investor-relations/document/shareholder-meetings>.

The Company hereby invites all shareholders to attend the 2026 AGM on the date and at the time specified above. The meeting will **be conducted solely by electronic means (E-AGM)**. Advance registration for the meeting will be available via the IR PLUS AGM system (e-Registration), from March 27, 2026, at 8.00 a.m. onwards.

Please be informed accordingly,

Yours sincerely,

- Signed -

(Dr. Prasarn Trairatvorakul)

Chairman

Central Retail Corporation Public Company Limited

2025 Annual Registration Statement/Annual Report (Form 56-1 One Report)
which included the audited financial statements ended December 31, 2025

Scan QR code or click on the link below.



<https://hub.optiwise.io/en/documents/210428/crc-ar2025-en.pdf>

Meeting Attendance in 2025

- Annual General Meeting of Shareholders 2025 1/1
- Extraordinary General Meeting of Shareholders No. 1/2025 1/1
- The Board of Directors meeting 9/9

Penalty in the past 5-year regarding Securities and Exchange Act B.E. 2535 (1992) or Derivatives Act B.E. 2546 (2003)

-None-

Profiles of individuals nominated for appointment as directors

2. Mrs. Pratana Mongkolkul	Age 62 year
Position	Independent Director, Chairman of the Audit Committee, Member of the Corporate Governance and Sustainability Committee
Date of Appointment	
- Since public company transformation	6 September 2019 – Present
- Since establishment	15 March 2019 – Present
Number of years being an Independent Director	Since 6 September 2019 Total 6 years 7 months



**Propose to be an
Independent Director**

Education

- Master of Business Administration, Thammasat University
- Bachelor of Accounting, Thammasat University
- Certificate Advanced Management Program, Harvard Business School, Harvard University, USA

Training organized by Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP) 34/2003
- Director Accreditation Program (DAP) 2/2003
- Advanced Audit Committee Program (AACP) 22/2016
- IT Governance and Cyber Resilience Program (ITG) 4/2017
- Risk Management Program for Corporate Leaders (RCL) 8/2017
- Ethical Leadership Program (ELP) 21/2021
- Director Leadership Certification Program (DLCP) 2/2021
- Board Nomination and Compensation Program (BNCP) 12/2021
- How to Develop a Risk Management Plan (HRP) 35/2023
- Successful Formulation & Execution of Strategy (SFE) 42/2023
- Engaging Board in ESG: The Path to Effective Sustainability 2023
- Hot Issue for Directors: Climate Governance 2/2023
- Strategic Board Master Class (SBM) 15/2024
- Hot Issue for Directors: Empowering Board: Enhancing Governance, Standards, and Financial Insights 1/2024
- Online Director Briefing (O-DB) 2/2024: Leading with Urgency: Climate Action for Boards
- ESG in the Boardroom: A Practical Guide for Board Class 7/2025
- Online Director's Briefing 4/2025: ESG Risks Mitigation

Position in Other Listed Companies as a Director/Management

2017 - Present	Vice Chairman, Independent Director, Chairman of the Audit Committee, Rojukiss International PLC.
2023 - Present	Independent Director, Member of the Audit Committee, Member of the Corporate Governance Committee, True Corporation Public Company Limited
2025 - Present	Independent Director, Chairman of the Corporate Governance and Sustainability Committee, T.K.S. Technologies Public Company Limited

Position in Other Companies as a Director/Management

2003 - Present	Fellow Member and Facilitator, Thai Institute of Directors (IOD)
2010 - Present	Executive Director, Chairman of the Audit Committee, Thailand Management Association (TMA)

2011 - Present	Director, Boutique Consulting Group Co., Ltd.
2013 - Present	Director, Secretary-Treasurer, Dr. Kamchad - Pranee Mongkolkul Foundation
2014 - Present	Director, Boutique Property Management Co., Ltd.
2015 - Present	Director, Secretary-Treasurer, Mongkolkul Wittaya School Foundation
2024 - Present	Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Member of the Strategy and Budget Committee Member of the Risk Committee, Bank of China (Thai) Public Company Limited
2025 - Present	Member of the Appeal Committee, The Stock Exchange of Thailand (SET)

Position in Other Business that may cause Conflict of Interest or in Competition with the Company
-None-

Work Experiences

1992 - 1998	Senior Vice President of Finance and Accounting Department, Central Pattana Public Company Limited
1998 - 2555	Director and Group Chief Financial Officer, Minor International Public Company Limited
2007 - 2011	Director, S&P Syndicate Public Company Limited
2007 - 2011	Independent Director, Chairman of Audit Committee, Thoresen Thai Agencies Public Company Limited
2012 - 2015	Director and Chairman of Executive Committee, MC Group PLC.
2013 - 2019	Independent Director, Member of the Audit Committee, T.K.S. Technologies PLC.
2014 - 2017	Independent Director, Member of the Executive Committee, Dusit Thani PLC.
2014 - 2018	Member of Board Commissioners, Chairman of the Audit Committee, Port Authority of Thailand
2015 - 2023	Independent Director, Chairman of the Risk Management Committee, Member of the Audit Committee, Member of the Nomination Remuneration and Good Corporate Governance Committee, FN Factory Outlet PLC.
2015 - 2017	Director, Member of the Executive Committee, Government Saving Bank
2015 - 2019	Director, Chairman of the Audit Committee, Thailand Post Company Limited
2017 - 2020	Director, Member of Executive Board Committee, Thai Airways International PLC.
2018 - 2019	Board of Trustees and Chairman of the Audit Committee & Risk Management, Dhurakij Bundit University
2019 - 2023	Independent Director, Plus Tech Innovation Public Company Limited (Former names as TBSP Public Company Limited)
2020 - 2023	Independent Director, Member of Audit Committee, Member of the Nomination and Remuneration Committee, Member of the Corporate Governance Committee, Total Access Communication PLC.
2022	Director, Pomelo Fashion Company Limited
2014 - 2024	Associate Judge of The Central Intellectual Property and International Trade Court
2023 - Present	Independent Director, Member of the Audit Committee, Chairman of the Corporate Governance and Sustainability Committee, Synnex (Thailand) Public Company Limited

GICS Industry Experience: Retailing (1992 - 2022)

- Group Chief Financial Officer, Minor International Public Company Limited
- Senior Vice President of Finance & Accounting Department, Central Pattana Public Company Limited
- Director, FN Factory Outlet Public Company Limited
- Director, Pomilo Fasion Company Limite
- Director and Chairman of Executive Committee, Mc Group Public Company Limited

Shareholdings Proportion in the Company (Ordinary Shares) (as at 8 December 2025)

- Held personally : -None-
- Held by spouse or minor child : -None-

Meeting Attendance in 2025

- Annual General Meeting of Shareholders 2025 1/1
- Extraordinary General Meeting of Shareholders No. 1/2025 1/1
- The Board of Directors Meeting 9/9
- The Independent Directors Meeting 2/2
- The Audit Committee Meeting 13/13
- The Corporate Governance and Sustainability Committee Meeting 4/4

Penalty in the past 5-year regarding Securities and Exchange Act B.E. 2535 (1992) or Derivatives Act B.E. 2546 (2003)

-None-

Profiles of individuals nominated for appointment as directors

3. Mr. Sompong Tantapart	Age 68 year
Position	Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee
Date of Appointment	
- Since public company transformation	6 September 2019 – Present
- Since establishment	15 March 2019 – Present
Number of years being an Independent Director	Since 6 September 2019 Total 6 years 7 months



**Propose to be an
Independent Director**

Education

- Master of Public Administration (M.P.A.), Chulalongkorn University
- Bachelor of Accounting, Thammasat University

Training organized by Thai Institute of Directors Association (IOD)

- Director Certification Program (DCP) 210/2015
- Advanced Audit Committee Program (AAP) 33/2019
- Ethical Leadership Program (ELP) 23/2021

Position in Other Listed Companies as a Director/Management

2019 - Present Independent Advisor, Bangkok Commercial Asset Management Public Company Limited

Position in Other Companies as a Director/Management

-None-

Position in Other Business that may cause Conflict of Interest or in Competition with the Company

-None-

Work Experiences

2014 - 2016	Deputy Director-General of the Revenue Department
2014 - 2018	Director, Erawan Hotel Public Company Limited
2014 - 2018	Director, Dhanarak Asset Development Public Company Limited
2016 - 2018	Principal Advisor on Strategic Tax Administration, The Revenue Department of Thailand
2019 - 2021	Independent Director, Chairman of the Board and Chairman of the Audit Committee, S Hotels and Resorts Public Company Limited
2021 - 2025	Independent Director, Chairman of the Audit Committee, S Hotels and Resorts Public Company Limited

GICS Industry Experience: Retailing

-None-

Shareholdings Proportion in the Company (Ordinary Shares) (as at 8 December 2025)

- Held personally : -None-
- Held by spouse or minor child : -None-

Meeting Attendance in 2025

- Annual General Meeting of Shareholders 2025 1/1
- Extraordinary General Meeting of Shareholders No. 1/2025 1/1
- The Board of Directors Meeting 9/9
- The Independent Directors Meeting 2/2
- The Audit Committee Meeting 13/13
- The Nomination and Remuneration Committee Meeting 5/5

Penalty in the past 5-year regarding Securities and Exchange Act B.E. 2535 (1992) or Derivatives Act B.E. 2546 (2003)

-None-

Profiles of the Proposed Auditors for the Year 2026
PricewaterhouseCoopers ABAS Ltd.

1. Miss Wanvimol Preechawat	
C.P.A. (Thailand) No.	9548
Education	<ul style="list-style-type: none"> - Master of Business Administration, Chulalongkorn University - Bachelor's degree in accounting, Kasetsart University
Qualification	<ul style="list-style-type: none"> - Certified Public Accountant (CPA) and Authorized Auditor of the Office of the Securities and Exchange Commission
Experience	<ul style="list-style-type: none"> - An Assurance Partner of PricewaterhouseCoopers ABAS Ltd. - Responsible for auditing financial statements of clients across many industries, including companies listed on the Stock Exchange of Thailand, private companies, and multinational companies, covering sectors such as retail, manufacturing of consumer goods and energy. - Experienced in providing accounting advisory services in relation to business acquisitions and in preparing financial statements in compliance with International Financial Reporting Standards (IFRS). - Auditor for several companies listed on the Stock Exchange. - Certified Public Accountant since 2004.
Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person	None
No. of years certified on the Company's financial statements and its subsidiaries	1 year

2. Miss Amornrat Pearmpoonvatanasuk	
C.P.A. (Thailand) No.	4599
Education	<ul style="list-style-type: none"> - Master of Accountancy, Chulalongkorn University - Bachelor's degree in accounting, Chulalongkorn University
Qualification	<ul style="list-style-type: none"> - Certified Public Accountant (CPA) and Authorized Auditor of the Office of the Securities and Exchange Commission
Experience	<ul style="list-style-type: none"> - An Assurance Partner of PricewaterhouseCoopers ABAS Ltd. - Experienced in auditing financial statements of clients across various industries, including energy, power generation, and mining, as well as manufacturing and distribution, covering companies listed on the Stock Exchange of Thailand and multinational companies. - Auditor for several companies listed on the Stock Exchange. - Certified Public Accountant since 1993.
Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person	None
No. of years certified on the Company's financial statements and its subsidiaries	None

3. Miss Tithinun Vankeo	
C.P.A. (Thailand) No.	9432
Education	<ul style="list-style-type: none"> - Master of Business Administration, Chulalongkorn University - Bachelor's degree in accounting, Chulalongkorn University
Qualification	<ul style="list-style-type: none"> - Certified Public Accountant (CPA) and Authorized Auditor of the Office of the Securities and Exchange Commission
Experience	<ul style="list-style-type: none"> - An Assurance Partner of PricewaterhouseCoopers ABAS Ltd. - Experienced in auditing and providing consulting services to numerous private and public companies across many industries, including real estate, retail, energy, and manufacturing of consumer goods. - Auditor for several companies listed on the Stock Exchange. - Certified Public Accountant since 2003.
Relationship or interest with the Company, subsidiaries, executives, major shareholders or those involved with the said person	None
No. of years certified on the Company's financial statements and its subsidiaries	None

Procedures and Instructions for Attending the AGM and Relevant Articles of Association

Procedures and Instructions for Attending the AGM

1. Document for registration and Appointment of Proxy

1.1 In case the shareholder attends the meeting in person, please use the following documents

- Individual shareholder of Thai nationality
 - 1) Citizen Identification Card
- Individual shareholder of foreign nationality
 - 1) Notice of Meeting (QR Code)
 - 2) Shareholder's certificate of alien registration or passport or document used in place of a passport

In case of change of first name or surname, evidence verifying such change must be presented.

1.2 In case the shareholder attends the meeting by proxy

- Shareholders may appoint any person as their proxy.
- **Shareholders are encouraged to appoint an independent director as their proxy** by specifying any one of the following independent directors (excluding independent directors who will retire by rotation in 2026):

Name	Age (years)	Positions	Address	Special conflict of interest* in the proposed agenda
1. Dr. Pakorn Peetathawatchai	61	Lead Independent Director / Chairman of the Corporate Governance and Sustainability Committee	Central Retail Corporation Public Company Limited, Central Chidlom Tower 14 th floor, 22 Soi Somkid Ploenchit Road, Lumpini, Pathumwan, Bangkok, 10330	No special conflict of interest in any Agenda
2. Mr. Kanchit Bunajinda	58	Independent Director / Chairman of the Risk Policy Committee		No special conflict of interest in any Agenda

Remarks: An Independent Director is a person who is fully qualified and independent as determined by the Board of Directors' Charter, which is **stricter than** the guideline of the Securities and Exchange Commission as showed in the qualifications of the independent directors in Enclosure 5 Charter of the Board of Directors and the profiles of the independent directors in Enclosure 1 of 2025 Annual Registration Statement/Annual Report (Form 56-1 One Report).

* The disclosure of special interest specified in the AGM Checklist Form is the disclosure of information specifically on any special interest that an independent director who will be acting as proxy for the shareholders has in any matters on the agenda such as a special interest in the election of directors due to being a nominee for the re-election.

Appointment of Proxy use the following documents:

- Individual shareholder of Thai nationality
 - 1) Notice of Meeting (QR Code)
 - 2) Proxy Form A or Form B
 - 3) Photocopy of the shareholder's citizen identification card or civil servant identification card which are certified as true copies by the shareholder.
 - 4) Photocopy of the proxy's citizen identification card, driving license, civil servant identification card, or passport (in the case of a foreigner) which are certified as true copies by the proxy.
- Individual shareholder of foreign nationality
 - 1) Notice of Meeting (QR Code)
 - 2) Proxy Form A or Form B
 - 3) Photocopy of the shareholder's certificate of alien registration or passport or document used in lieu of passport which are certified as true copies by the shareholder.
 - 4) Photocopy of the proxy's citizen identification card, driving license, civil servant identification card, or passport (in the case of a foreigner) which are certified as true copies by the proxy.
- Shareholder is a juristic person registered in Thailand.
 - 1) Notice of Meeting (QR Code)
 - 2) Proxy Form A or Form B
 - 3) Photocopy of citizen identification card or civil servant identification card of the authorized director(s) which are certified as true copies by the authorized director(s) who have the authority to bind such juristic person.
 - 4) Photocopy of the certification document issued by the Ministry of Commerce or other competent authority, issued not more than one (1) year prior to the meeting date, certified as a true copy by the authorized person(s) with the authority to sign and bind such juristic person.
 - 5) Photocopy of the proxy's citizen identification card, driving license, civil servant identification card, or passport (in the case of a foreigner), certified as a true copy by the proxy.
- Shareholder is a juristic person registered in a foreign country.
 - 1) Notice of Meeting (QR Code)
 - 2) Proxy Form A or Form B
 - 3) Photocopy of the juristic person's certificate and the citizen identification card or passport (in the case of a foreigner) of the authorized director(s) with the signature certified by a Notary Public, issued not more than one (1) year prior to the meeting date.
 - 4) Photocopy of the proxy's citizen identification card, driving license, civil servant identification card, or passport (in the case of a foreigner) which are certified as true copies by the proxy.
- Shareholder is a juristic person registered in a foreign country for which a custodian in Thailand is appointed.
 - 1) Notice of Meeting (QR Code)
 - 2) Proxy Form C
 - 3) Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder

- 4) Letter confirming that the person executing the proxy form has obtained a license for being a custodian
- 5) Photocopy of the proxy's citizen identification card, driving license or civil servant identification card or passport (in the case of a foreigner) which are certified as true copies by the proxy.

1.3 In case a shareholder is deceased

The estate administrator shall attend the Meeting in person or by proxy. A court order appointing the estate administrator, duly certified by the competent officer and issued no more than six months prior to the Meeting date, must be presented.

1.4 In case a shareholder is a minor

Parents or lawful guardian of the shareholder shall attend the Meeting in person or by proxy. Copy of Household Registration of the shareholder and official grant of custody for minor children shall also be presented.

1.5 In case a shareholder is an incompetent or quasi-incompetent

A curator or guardian of the shareholder shall be present in the Meeting in person or by proxy. Court's order appointing guardian or custodian certified by the competent officer and issued not exceeding 6months before the date of Meeting shall be presented.

2. Procedures for Registration

2.1 Register by the shareholders

Registration can be made via a desktop computer, laptop, tablet, or smartphone with a camera, and is compatible with both iOS and Android operating systems. Registration will be available **from March 27, 2026 at 8.00 a.m.**

Please scan the QR Code below to access the registration process, user manual, and meeting details through the IR PLUS AGM application.



2.2 Granting Proxy to the Company's Independent Director

In the case of authorizing the company's independent director to attend the meeting via electronic means (E-AGM) on behalf of the shareholders, the shareholders must submit documents as in item 1 to the Company (register for identity verification is not required) **by April 8, 2026** via 2 channels as follows:

- 1) E-mail: crc_companysecretary@central.co.th or

- 2) Registered post to: Company Secretary & Corporate Governance Office
Central Retail Corporation Public Company Limited
Central Chidlom Tower 14th floor,
22 Soi Somkid Ploenchit Road,
Lumpini, Pathumwan, Bangkok, 10330

3. Attending the Annual General Meeting of Shareholders via Electronic means

The 2026 Annual General Meeting of Shareholders will be held on April 10, 2026 at 2.30 p.m. via electronic means. The Company will conduct the meeting mainly in Thai language with the following procedures:

3.1 System log-in

- The meeting attendee can log in to the IR PLUS AGM system from 12.30 p.m. with username
- The right to attend the meeting and cast votes via electronic means is an exclusive right of shareholder and proxy who attend the meeting by himself/herself only. Therefore, one username and PIN code may not be used to log-in the IR PLUS AGM to attend the meeting simultaneously on multiple devices
- In the case that one person is appointed as a proxy by several shareholders, the proxy can add a proxy via the button “Add Proxy” in the system and can attend the meeting on behalf of several shareholders in one device.

For more information, please scan the QR code in item 2.1 of the User Manual.

3.2 Voting in each agenda item

- During the voting period, the Chairman will propose the Shareholders’ Meeting to consider and pass a resolution on each agenda item, the IR PLUS AGM system will allow attending shareholders to cast votes for either “Approve”, “Disapprove”, or “Abstain”. Voting must be completed within the specified period. If not within the specified period, it will be deemed that such attending shareholder approved according to the consideration of the Shareholders’ Meeting. If there is still time left for voting on such agenda item, the attending shareholder can go back to change votes within the specified period.
- If shareholders have already cast their votes on each agenda item in the proxy form, the Company will record votes as specified in the proxy form only.
- Agenda 1 is for acknowledgement only, there is no voting required. For Agenda 2, Agenda 3, Agenda 4 and Agenda 6, the resolutions must be approved by majority vote of the shareholders attending the meeting and casting their votes. For Agenda 5, the resolution must be approved by a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

3.3 Vote Counting

- The Company will record votes marked "Disapprove" and "Abstain" for each agenda item. The rest of the votes will be counted as "Approve". For shareholders or proxies that registered to attend the meeting and do not click any button to express their votes, the Company, then, considers as "Approve". The vote counting base includes votes for approval and disapproval only. The abstained votes will not be counted as the vote counting base pursuant to Section 107 (1) of the Public Limited Companies Act and Article 41 (1) of the Company's Articles of Association. Except Agenda 5, the vote counting base will be equal to the total number of votes of the shareholders attending the meeting pursuant to Section 90 of the Public Limited Companies Act.
- Upon the completion of vote counting on each agenda item, the results of the vote counting will be announced to the Meeting for acknowledgement, divided into approval, disapproval, and abstention in percentage. The vote results of the agenda on the election of directors will be announced on an individual basis.

3.4 Enquiry

If the shareholders or proxies wish to ask questions, they can submit questions from 1:30 p.m. onward by typing questions on each agenda item. The Company will read and answer the questions of each shareholder according to the sequence of agenda items.

In case of shareholders or proxies wish to ask questions on the microphone for each agenda, please process as follows:

- 1) Type the question and indicate that **"I wish to ask during the meeting."**
- 2) When it comes to the sequence of your question, the staff will inform you to turn on microphone and camera.
- 3) Then, please inform your name, surname and specify that you are shareholder or proxy.

The Company shall conduct this meeting primarily in the Thai language. For those who do not use Thai as a communication medium, the staff will ask your question at the meeting on your behalf, and subsequently transmit the response to you at a later time.

If you have any questions or issues regarding the Electronic Annual General Meeting (E-AGM), please contact IR PLUS AGM Call Center Phone: 02-023-8800 (Press 2) LINE ID: @irplusagm

Articles of Association regarding the Shareholders' Meeting

Shareholders' Meeting

Article 36. The board of directors shall arrange for a general meeting of shareholders to be held as an annual general meeting of shareholders within four (4) months from the last day of the accounting year of the Company.

Any other general meetings of shareholders other than that referred to in the first paragraph shall be called extraordinary general meetings of shareholders. The board of directors may call an extraordinary general meeting of shareholders any time it considers appropriate.

Unless the laws stipulate otherwise, a general meeting of shareholders may be conducted electronically pursuant to the rules and procedures under the relevant laws or notifications.

One or more shareholders holding together not less than ten (10) percent of the total issued shares may submit a written request to the board of directors to call an extraordinary general meeting at any time, but the matter and the reason for such request must be clearly indicated therein.

In this case, the board of directors must arrange for a general meeting of shareholders to be held within forty-five (45) days from the date of receipt of the request from the shareholders.

In the case that the board of directors fails to arrange for such meeting to be held within the time specified in the fifth paragraph, the shareholders making such request or any shareholders having the required number of shares may call the meeting within forty-five (45) days from the date of the due date of the period specified in the fifth paragraph. In such case, this meeting is deemed to be a general meeting of shareholders called by the board of directors. The Company shall be responsible for paying all expenses arisen from holding such meeting and facilitating as appropriate.

In the case that the quorum of the meeting called as a result of the shareholders' request under the fifth paragraph is not constituted as required under in the article 39, the shareholders under the fourth paragraph shall be jointly liable to pay the expenses arisen from holding such meeting to the Company.

Article 37 In calling a general meeting of shareholders, either physical or electronic, the board of directors shall prepare a written notice of the meeting that states the venue, date, time, meeting agenda, and matters to be proposed at the meeting with reasonable details and it must be clearly indicated therein whether the matter is proposed for the shareholders' information, for approval or for consideration, as the case may be, and the opinions of the board of directors in the said matters must also be indicated. The said notice of the meeting shall be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the meeting. In this regard, the delivery and publication of the notice of the meeting, either physical or electronic, must comply with the rules and procedures under the relevant laws or notifications.

The meeting venue under the first paragraph can be located in the same province where the Company's head office is located or a nearby province as the board of directors may designate.

Article 38. At a general meeting of shareholders, either physical or electronic, not less than twenty-five (25) shareholders or their proxies (if any) or not less than half (1/2) of all shareholders who must hold altogether not less than one-third (1/3) of the total sold shares must attend the meeting to constitute a quorum.

In case the number of shareholders attending a general meeting of shareholders does not constitute a quorum under the first paragraph meeting within one (1) hour from the scheduled time, the meeting, if called upon the request of shareholders shall be adjourned. If the meeting has not been called upon the request of shareholders, another meeting shall be called and a notice of such meeting shall be sent to the shareholders not less than seven (7) days before the meeting date and there shall be no quorum requirement for such meeting.

Each shareholder shall execute no more than one proxy form or via electronic means, in accordance with the format and criteria prescribed by the registrar and shall submit such form to the chairman of the board or a representative designated by the chairman of the board at the meeting venue before the proxy joins the meeting. A shareholder can appoint only one person as his/her proxy, no matter how many shares in the Company are held by such shareholder.

Article 39. The chairman of the board shall preside over the general meetings of shareholders as the chairman of the meeting. If the chairman of the board is not present at the meeting or is unable to perform his/her duty, the meeting shall elect one shareholder to preside over the meeting as the chairman of the meeting.

Article 40. With respect to casting votes at a general meeting of shareholders, one (1) share is entitled to one (1) vote. Any shareholder who has any interest in any matter shall not be entitled to vote on such matter, except for the election of directors. A resolution of the general meeting of shareholders shall be made with the following votes:

- (1) In ordinary cases, the majority votes of the shareholders who are present at the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have an additional vote as the casting vote;
- (2) In the following cases, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders present at the meeting and entitled to vote:
 - a) The sale or transfer of the whole or any substantial parts of the business of the Company to any other person;
 - b) The purchase or acceptance of transfer of the business of any other companies, either private companies or public companies, by the Company;
 - c) The execution, amendment or termination of contracts with respect to the granting of a lease of the whole or any substantial parts of the business of the Company, the assignment of the management of the business of the Company to any other person or the amalgamation of the business with any other person for the purpose of profit and loss sharing;
 - d) the amendment of the Company's Memorandum of Association or Articles of Association;
 - e) the increase or reduction of the Company's registered capital;
 - f) the dissolution of the Company;
 - g) the issuance of debentures or any securities under the laws on securities and securities exchange;
 - h) the amalgamation with any other company.

Article 41. A secret vote can be conducted when at least five (5) shareholders make a request before the votes are cast and the meeting resolves accordingly.

The procedures for the secret vote shall be determined by the chairman of the meeting.

Article 42. The annual general meetings of shareholders shall be called:

- (1) To consider the report of the board of directors showing the operations of the Company in the past year;
- (2) To consider and approve the balance sheet and profit and loss statement;

- (3) To consider appropriation of profits and dividend payment;
- (4) To elect new directors to replace those who retire by rotation;
- (5) To consider and determine the director's remuneration;
- (6) To consider and appoint auditor and determine the auditor's fee; and
- (7) To consider other business.

The Appointment of Director

Article 20. The directors shall be elected at a general meeting of shareholders in accordance with the following rules and procedures:

- (1) Each shareholder shall have one (1) vote for one (1) share;
- (2) Each shareholder shall exercise all the votes under (1) above to elect a director candidate or several director candidates, but cannot split his/her vote;
- (3) In the case where there are several director candidates, the director candidates receiving the highest number of votes in the respective order of the votes shall be elected as directors up to the total number of directors required or to be elected at such time. In the event of a tie vote for the last director to be elected, the chairman of the meeting shall have the casting vote.

Article 21. At every annual general meeting of shareholders, one-third (1/3) of the directors shall retire. If the number of directors cannot be divided into three parts, the number of directors closest to one-third (1/3) shall retire.

The directors retiring from office in the first and second year after registration of the Company shall be determined by drawing lots. For subsequent years, the directors who have held office longest shall retire.

The directors retiring may be re-elected.

Article 24. A general meeting of shareholders may pass a resolution to dismiss any director from office prior to the expiration of his/her term with votes of not less than three-fourths (3/4) of the total shareholders present at the meeting and entitled to vote and they must collectively hold not less than half (1/2) of the shares held by the shareholders present at the meeting and entitled to vote.

Article 26. The directors are entitled to remuneration in the form of monetary gratuity, meeting allowance, bonus or other benefits as approved by the shareholders at a general meeting of shareholders with votes of not less than two-thirds (2/3) of the votes of all shareholders present at the meeting. Such remuneration may be fixed or certain criteria for such remuneration may be set out from time to time or indefinitely until a resolution of a general meeting of shareholders is passed to change such remuneration. In addition, directors are entitled to allowance and benefits in accordance with the Company's rules.

The provision of the first paragraph shall not affect the rights of any director who is also an employee or a member of staff of the Company to receive remuneration and benefits in his/her capacity as an employee or a member of staff of the Company.

**Privacy Notice for the Annual General Meeting of Shareholders
Central Retail Corporation Public Company Limited**

Central Retail Corporation Public Company Limited (hereinafter referred to as the “**Company**”) highly values and respects your privacy rights and the protection of your personal data as a shareholder, attorney and/or proxy (“you”), thus, the Company has issued this privacy notice in accordance with the Personal Data Protection Act B.E. 2562 (2019), along with related notifications, regulations, and rules (“PDPA”). The Company has implemented with appropriate and strict measures to protect your personal data ensuring that any personal data provided to the Company shall be used in accordance with specified purposes and legal requirements.

The Company hereby informs you, as the data subject, of the purposes and details relating to the collection, use and/or disclosure of your personal data as well as your legal rights as follows:

1. Personal Data Collecting by the Company

The Company is required to collect your personal data for the purpose of convening and attending the Annual General Meeting of Shareholders. The details are as follows:

- 1.1 Identification Data** such as name, surname, title, age, date of birth, nationality, ID card number, passport number, tax identification number, securities holder registration number, bank account number, number of shares owned in the Company, signature, and any other data that is considered personal data under PDPA.
- 1.2 Contact Data** such as residence, workplace, telephone number, fax number, e-mail address, IP address, and any other data that is considered personal data under PDPA.
- 1.3 Shares and Shareholder Meetings Data** such as share number, number of shares, meeting attendance, voting, expression of opinions, raising questions, passing resolutions at the meetings, audio recordings, still images and video recordings of the meeting, and any other data that is considered personal data under PDPA.

To verify your identity, the Company may request you to provide a photo, a government-issued document, and/or a copy of your ID card. The information appearing on such ID cards or government-issued document may contain sensitive personal data (Sensitive Data), such as religion, nationality, race, and blood type (if any). The company does not intent to collect, use and/or disclose such sensitive data. Therefore, the Company kindly requests that you redact or conceal such information prior to submitting the document. If you do not redact such information, you shall be deemed to have authorized the Company to redact it on your behalf, and the redacted document shall be considered legally valid and enforceable in all respects. However, if Company is unable to redact such data due to any technical limitation, the Company will collect and use such data only as part of identity verification document.

In certain circumstances, where necessary and/or where permitted by law, the Company may need to collect additional sensitive personal data to facilitate the meeting or for other specific purposes as separately notified in a consent form. In such cases, the Company will obtain your explicit consent prior to collecting such sensitive

personal data, for example, health information for screening and controlling communicable diseases or epidemics in connection with meeting attendance.

2. Purposes of Collection, Use and/or Disclosure of Personal Data

The Company will collect, use and/or disclose your personal data only as necessary and on lawful grounds to enable the Company to comply with its legal obligations (Legal Obligation), such as convening and conducting shareholders' meetings, verifying identities, preparing and delivering relevant documents, and complying with applicable laws, including Public Limited Companies Act B.E. 2535 (1992), Civil and Commercial Code, and other relevant legislation. The Company may process personal data as necessary based on legitimate interests (Legitimate Interest) of the Company or other persons or juristic persons, such as preparing and retaining minutes of the shareholders' meeting, live broadcasting the meeting, recording audio, images and meeting motions as evidence, conducting public relations through printed and electronic media, ensuring security, and fulfilling other necessary purposes, all while considering the fundamental rights associated with your personal data and remaining within reasonable expectations.

3. Sources of Personal Data

Typically, the Company will collect personal data from you directly. Nevertheless, in certain cases, the Company may collect your personal data from other sources to fulfill the abovementioned purposes, such as from the securities registrar (e.g., Thailand Securities Depository Co., Ltd.) or from a shareholder's proxy's personal data. In such cases, we will ensure the compliance with the PDPA.

4. Disclosure of Personal Data

The Company may disclose your personal data to government agencies, regulators and other related persons or entities under the purposes set out in this Privacy Notice and based on appropriate legal grounds, such as the Ministry of Commerce, the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Co., Ltd., the securities registrar, data processors, external service providers, courts, authorized persons under the law, and the public where required by law or good corporate governance principles. In this regard, the Company will ensure that the recipients of your personal data will collect, use and/or disclose such data in accordance with the scope and purposes specified in this Privacy Notice.

5. Your Rights as a Data Subject

As a data subject, you have the rights under the Personal Data Protection Act B.E. 2562 (2019), including the right to withdraw your consent; the right to access and obtain a copy of your personal data; the right to data portability; the right to object to the collection, use, or disclosure of personal data; the right to delete or destroy data; the right to restrict the use of data; the right to rectification; and the right to lodge a complaint. You may exercise these rights under the provisions of law and exceptions thereof. In this regard, you can request to exercise your rights through the channel specified by Company in Clause 7.

6. Retention Period for Personal data

The Company will retain your personal data only as necessary and appropriate while you are a shareholder of the Company, or for the period required to achieve the purposes specified in this Privacy Notice. After such period, the Company may still retain your personal data as required or permitted by law. Once the data is no longer necessary or upon the expiration of the retention period, the Company will delete, destroy or anonymize your personal data to ensure that you can no longer be identified.

7. Contact Details

If you have any questions or require further details regarding this Privacy Notice, the collection, use and/or disclosure of your personal data, the exercise of your rights, or if you have any complaints, please contact the Company through the following channels:

7.1 Company Secretary & Corporate Governance Office

Central Retail Corporation Public Company Limited
Central Chidlom Tower, 14th Floor
22 Soi Somkid, Ploenchit Road,
Lumpini, Pathumwan, Bangkok 10330
Tel. 02-650-3600
E-mail: crc_companysecretary@central.co.th

7.2 Data Protection Officer

Data Protection Office, Central Group
22 Soi Somkid Ploenchit Road,
Lumpini, Pathumwan, Bangkok, 10330
E-mail: dpo@central.co.th

Affix THB 20
of duty stamp

Proxy Form A

Written at
Date.....Month.....Year.....

(1) I/We..... Nationality.....
Address.....Road.....Sub-District.....
DistrictProvincePostal Code.....

(2) being a shareholder of **Central Retail Corporation Public Company Limited**
Holding the total amount of shares with the voting rights of votes as follows
Ordinary share..... shares with the voting rights ofvotes
Preferred share..... shares with the voting rights ofvotes

(3) Hereby appoint either one of the following persons:

In case of choosing
1, please mark and specify the
representative.

1. Name.....AgeYears with address at.....
Road..... Sub-District..... District
Province Postal Code.....
Email ***Telephone No. (for receiving OTP) ***

OR

In case of choosing
2, please mark and specify 1 of the
independent
directors.

2. Appoint the Company’s Independent Director as follows
 Dr. Pakorn Peetathawatchai **or;**
 Mr. Kanchit Bunajinda
In case of the appointed independent director cannot join the meeting, other independent director will
be assigned as representative. (Profiles of the independent directors prescribe in Attachment 4)

as only one of my/our proxy to attend and vote on my/our behalf at 2026 Annual General Meeting of Shareholders to be held on Friday, April 10, 2026 at 2.30 p.m. only through electronic media (“E-AGM”) or at any adjournment thereof.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respects.

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

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

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

Remarks:

- The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- Please correctly and completely fill in the form, especially those specified with (*). Otherwise, the company shall not be able to send you the Username, Password and OTP used for logging-in to the electronic meeting system.

Affix THB 20
of duty stamp

Proxy Form B

Written at

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

(1) I/We..... Nationality.....
Address.....Road.....Sub-District.....
District Province Postal Code.....

(2) being a shareholder of **Central Retail Corporation Public Company Limited**

Holding the total number of shares with the voting rights of votes as follows

Ordinary share..... shares with the voting rights of votes

Preferred share..... shares with the voting rights of votes

(3) Hereby appoint either one of the following person:

If choosing No.1.
please mark and
provide details of
the proxies

1. Name..... Age Years Residing at.....
Road..... Sub-District..... District
Province Postal Code.....

Email * **Telephone No. (for receiving OTP)***

OR

If choosing No. 2.
please mark and
select the
Independent
Director

2. Appoint the Company's Independent Director as follows:

Dr. Pakorn Peetathawatchai **or;**

Mr. Kanchit Bunajinda

In the case where the appointed independent director is unable to attend the meeting, the other independent directors shall be appointed as proxy. (Profiles of the independent directors prescribe in Attachment 4)

As only one of my/our proxy ("**Proxy**") to attend and vote on my/our behalf at 2026 Annual General Meeting of Shareholders to be held on Friday, April 10, 2026 at 2.30 p.m. only through electronic media ("E-AGM") or at any adjournment thereof.

(4) I / We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda:1 Acknowledgment of the Company's operating results for the year 2025

(Voting is not required as this agenda is for shareholders' acknowledgement)

Agenda:2 Approval of the audited financial statements for the fiscal year ended December 31, 2025

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Remark: Please correctly and completely fill in the form, especially those specified with (*). Otherwise the company shall not be able to send you the Username, Password and OTP used for logging-in to the electronic meeting system.

Agenda 3: Approval of the profit allocation and dividend payment for the 2025 performance

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

Agenda 4: Approval of the appointment of directors replacing those retired by rotation , and the amendment of the Company's authorized signatory directors

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

1. The appointment of directors replacing those retired by rotation

- 1) To appoint the entire group of nominated directors
- Approve Disapprove Abstain
- 2) To appoint each nominated director individually
- (1) Dr. Prasarn Trairatvorakul
- Approve Disapprove Abstain
- (2) Mrs. Pratana Mongkolkul
- Approve Disapprove Abstain
- (3) Mr. Sompong Tantapart
- Approve Disapprove Abstain
- (4) Mr. Sudhitham Chirathivat
- Approve Disapprove Abstain
- (5) Mrs. Yuwadee Chirathivat
- Approve Disapprove Abstain

2. The amendment of the Company's authorized signatory directors

- Approve Disapprove Abstain

Agenda 5: Approval of the remuneration for the Board of Directors for 2026

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

Agenda 6: Approval of the appointment of the external auditors and determination of the audit fee for the year 2026

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

Agenda 7: Other matters (if any)

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

- (5) Any vote by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/ our as a Shareholder.
- (6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matter and vote on my/our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except in the event that the Proxy does not vote in accordance with this Proxy Form.

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

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

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

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

Remarks:

1. The shareholder appointing the Proxy must appoint only one proxy to attend and vote at the meeting and shall not split the number of shares to several proxies to vote separately.
2. In the agenda relating to the appointment of directors, the shareholder may appoint the nominated directors as a group or appoint each nominated director individually.
3. In case there are agendas other than the agendas specified above, the additional statement can be specified by the shareholder in the Regular Continued Proxy Form B as enclosed.

Supplemental Proxy Form B

Authorization on behalf of the Shareholder of Central Retail Corporation Public Company Limited

2026 Annual General Meeting of Shareholders to be held on Friday, April 10, 2026 at 2.30 p.m. only through electronic media ("E-AGM") or at any adjournment thereof.

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda No..... Subject The appointment of director in place of those retired by rotation

Name of Director.....

Approve

Disapprove

Abstain

Affix THB 20
of duty stamp

Proxy Form C

For Foreign Shareholders who have Custodians in Thailand only

Written at

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

(1) I/We..... Nationality.....
Address.....Road.....Sub-District.....
District.....Province.....Postal Code.....

In our capacity as the custodian for.....

being a shareholder of **Central Retail Corporation Public Company Limited**

Holding the total number of shares with the voting rights of votes as follows

Ordinary share..... shares with the voting rights of votes

Preferred share..... shares with the voting rights of votes

(2) Hereby appoint either one of the following person:

If choosing No.1.
please mark and
provide details of
the proxies

1. Name..... Age Years Residing at.....
Road..... Sub-District..... District
Province Postal Code.....
Email * **Telephone No. (for receiving OTP) ***

OR

If choosing No. 2.
please mark and
select the
Independent
Director

2. Appoint the Company's Independent Director as follows:

Dr. Pakorn Peetathawatchai **or**;

Mr. Kanchit Bunajinda

In the case where the appointed independent director is unable to attend the meeting, the other independent directors shall be appointed as proxy. (Profiles of the independent directors prescribe in Attachment 4)

As only one of my/our proxy ("**Proxy**") to attend and vote on my/our behalf at 2026 Annual General Meeting of Shareholders to be held on Friday, April 10, 2026 at 2.30 p.m. only through electronic media ("E-AGM") or at any adjournment thereof.

(3) I / We authorize the proxy to attend and vote on my/our behalf at the Meeting as follows

Authorize the Proxy to vote equal to total number of shares held

A part of share equal to

Ordinary share.....shares and having the right to vote equal to.....vote

Preference share.....shares and having the right to vote equal to.....vote

Total votes are.....vote

Remark : Please correctly and completely fill in the form, especially those specified with (*). Otherwise the company shall not be able to send you the Username, Password and OTP used for logging-in to the electronic meeting system.

(4) I / We authorize my/our Proxy to cast the votes according to my/our intensions as follows:

Agenda :1 Acknowledgment of the Company's operating results for the year 2025

(Voting is not required as this agenda is for shareholders' acknowledgement)

Agenda :2 Approval of the audited financial statements for the fiscal year ended December 31, 2025

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

Agenda 3: Approval of the profit allocation and dividend payment for the 2025 performance

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

Agenda 4: Approval of the appointment of directors replacing those retired by rotation, and the amendment of the Company's authorized signatory directors

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
 1. **The appointment of directors replacing those retired by rotation**
 - 1) **To appoint the entire group of nominated directors**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - 2) **To appoint each nominated director individually**
 - (1) **Dr. Prasarn Trairatvorakul**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - (2) **Mrs. Pratana Mongkolkul**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - (3) **Mr. Sompong Tantapart**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - (4) **Mr. Sudhitham Chirathivat**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 - (5) **Mr. Yuwadee Chirathivat**
 - Approve.....votes Disapprove.....votes Abstain.....votes
 2. **The amendment of the Company's authorized signatory directors**
 - Approve.....votes Disapprove.....votes Abstain.....votes

Agenda 5: Approval of the remuneration for the Board of Directors for 2026

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

Agenda 6: Approval of the appointment of the external auditors and determination of the audit fee for the year 2026

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

Agenda 7: Other matters (if any)

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

- (5) Any vote by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our as a Shareholder.
- (6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matter and vote on my/our behalf as the Proxy deems appropriate

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except in the event that the Proxy does not vote in accordance with this Proxy Form.

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

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

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

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

Remarks:

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of shareholders.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the Proxy must appoint only one proxy to attend and vote at the meeting and shall not split the number of shares to several proxies to vote separately.
4. In the agenda relating to the appointment of directors, the shareholder may appoint the nominated directors as a group or appoint each nominated director individually.
5. In case there are agendas other than the agendas specified above, the additional statement can be specified by the shareholder in the Regular Continued Proxy Form B as enclosed.

Supplemental Proxy Form C

Authorization on behalf of the Shareholder of Central Retail Corporation Public Company Limited

2026 Annual General Meeting of Shareholders to be held on Friday, April 10, 2026 at 02.30 p.m. only through electronic media ("E-AGM") or at any adjournment thereof.

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda No..... Subject.....

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve.....votes Disapprove.....votes Abstain.....votes

Agenda No..... Subject The appointment of director in place of those retired by rotation

Name of Director.....

Approve.....votes Disapprove.....votes Abstain.....votes



CENTRALRETAIL

Central Retail Corporation Public Company Limited

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