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# **Invitation to the 2026 Annual General Meeting of Shareholders**

## **Thachang Green Energy Public Company Limited**

On Friday, April 24, 2026 at 10.00 hours.

at Venus Meeting Room, Miracle Grand Convention Hotel, Bangkok,  
99 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Talad-Bangkhon, Laksi,  
Bangkok

Date: March 26, 2026  
Subject: Invitation to the 2026 Annual General Meeting of Shareholders  
To: Shareholders of Thachang Green Energy Public Company Limited

Enclosures:

1. Copy of the Minutes of the 2025 Annual General Meeting of Shareholders
2. Annual Report (Form 56-1 One Report) and Financial Statement for the year ended December 31, 2025 (in QR Code format)
3. Information of the persons nominated for election as director(s) and the definition of Independent Director
4. Remuneration of the Board of Directors and sub-committees for the year 2026
5. Articles of Association relating to Shareholders' Meetings and voting procedures
6. Registration procedures and guidelines for proxy appointment
7. List of Independent Directors nominated by the Company to serve as proxies for shareholders
8. Proxy Form
9. Map of the meeting venue
10. Privacy Notice for the Shareholder's Meeting

The Board of Directors' Meeting No. 2/2026 of Thachang Green Energy Public Company Limited (the "Company"), held on February 26, 2026, has resolved to convene the 2026 Annual General Meeting of Shareholders on Friday, April 24, 2026, at 10.00 hours at Venus Meeting Room, Miracle Grand Convention Hotel, Bangkok, 99 Vibhavadi Rangsit Road (Kamphaeng Phet 6), Talad-Bangkhren, Laksi, Bangkok. The Meeting will consider the following agenda items:

**Agenda 1 To certify the Minutes of the 2025 Annual General Meeting of Shareholders**

**Objective and Reason**

The Company convened the 2025 Annual General Meeting of Shareholders on April 25, 2025, and duly prepared the Minutes of the Meeting. A copy of the Minutes, which accurately reflects the resolutions adopted by the Shareholders' Meeting, has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by applicable laws and regulations. In addition, the Minutes of the Meeting have been made available on the Company's website. Details are set out in Enclosure No. 1.

### **Board of Director's Opinion**

The Board of Directors considers it appropriate to propose that the Shareholders' Meeting approve and certify the Minutes of the 2025 Annual General Meeting of Shareholders.

### **Vote required**

This agenda item requires approval by a majority vote of the shareholders present at the Meeting and casting their votes.

## **Agenda 2 To acknowledge the report on the operating results of the Company for the year ended December 31, 2025**

### **Objective and Reason**

The Company has prepared the operating results for the year ended December 31, 2025, for presentation to the 2026 Annual General Meeting of Shareholders for acknowledgment. The details are set out in the Annual Report (Form 56-1 One Report), as per Enclosure No. 2. The Management Discussion and Analysis (MD&A) is presented in Part 1, Section 4, pages 121–129.

### **Board of Director's Opinion**

The Board of Directors considers it appropriate to propose that the Shareholders' Meeting acknowledge the Company's operating results for the year ended December 31, 2025.

### **Vote required**

This agenda item is for acknowledgment; therefore, no voting is required.

## **Agenda 3 To consider and approve the financial statements for the year ended December 31, 2025**

### **Objective and Reason**

The Company has prepared the financial statements for the fiscal year ended December 31, 2025, which have been audited by a certified public accountant and approved by the Audit Committee and the Board of Directors. The details are set out in the Annual Report (Form 56-1 One Report), Section 3: Financial Statements, as provided in Enclosure No. 2.

### **Board of Director's Opinion**

The Board of Directors considers it appropriate to propose that the Shareholders' Meeting consider and approve the financial statements for the fiscal year ended December 31, 2025, which have been audited by a certified public accountant and reviewed by the Audit Committee and the Board of Directors.

### **Vote Required**

This agenda item requires approval by a majority vote of the shareholders present at the Meeting and casting their votes.

**Agenda 4 To consider and approve the allocation of profit as legal reserve and dividend payment**

**Objective and Reason**

The Company has a policy to pay dividends to shareholders at a rate of not less than 30 percent of net profit after corporate income tax, and after allocations to legal reserves and obligations under loan agreements, based on the Company's separate financial statements. However, the dividend payment may vary from such policy, depending on the Company's operating results, financial position, liquidity, investment plans, and overall economic conditions.

For the year ended December 31, 2025, the Company reported a net profit of 84,345,045 Baht based on its separate financial statements. Details are set out in Section 3: Financial Statements of the Annual Report for the year 2025 (Form 56-1 One Report), as provided in Enclosure No. 2.

In accordance with Section 116 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Article 50 of the Company's Articles of Association, the Company is required to allocate not less than 5 percent of its annual net profit, after deducting accumulated losses brought forward (if any), to a legal reserve until such reserve reaches at least 10 percent of the registered capital. The Company therefore proposes to allocate 4,500,000 Baht, equivalent to 5 percent of the net profit based on the separate financial statements, as a legal reserve, and to pay dividends of not exceeding 8,000,000 Baht, or Baht 0.00319 per share, for a total of 2,511,691,156 ordinary shares.

**Comparison of Dividend Payments for 2025 and 2024**

<b>Description</b>	<b>2025 (Proposed)</b>	<b>2024</b>
Net Profile (million Bath)	84.34504	184.43240
Dividend per Share (Bath)	0.00319	0.00318
Total Dividend Payment (million Bath)	8.00000	8.00000

**Board of Director's Opinion**

The Board of Directors considers it appropriate to propose that the Shareholders' Meeting consider and approve the allocation of net profit as a legal reserve in the amount of 4,500,000 Baht, representing not less than 5 percent of the net profit based on the Company's separate financial statements, and the payment of dividends from the operating results based on the separate financial statements in an amount not exceeding 8,000,000 Baht, or 0.00319 Baht per share, for a total of 2,511,691,156 ordinary shares. The proposed dividend represents approximately 42 percent of the Company's net profit from normal operations, after deduction of the legal reserve, based on the Company's separate financial statements, which is in line with the Company's dividend policy.

The Company has fixed May 7, 2026, as the Record Date for determining the shareholders entitled to receive dividends. The dividend payment is scheduled to be made on May 22, 2026. However, the entitlement to receive such dividends remains subject to approval by the Shareholders' Meeting.

### **Vote Required**

This agenda item requires approval by a majority vote of the shareholders present at the Meeting and casting their votes.

### **Agenda 5 To consider and approve the appointment of directors in replacement of those who must retire by rotation**

#### **Objective and Reason**

To comply with Section 71 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Article 18 of the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire by rotation. If the number of directors is not a multiple of three, the number closest to one-third shall retire. For the first and second years following the Company's registration, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have served the longest terms shall retire. Retiring directors are eligible for re-election.

At the 2026 Annual General Meeting of Shareholders, three (3) directors are due to retire by rotation as follows:

1. Mr. Thongchai Chotkajornkiat      Independent Director
2. Mr. Tanan Chub-uppakarn      Independent Director
3. Mr. Pongnarin Wanasuwanakul      Director

In addition, during the period from November 1 to 30, 2025, the Company invited shareholders to nominate qualified candidates for election as directors at the 2026 Annual General Meeting of Shareholders through the Company's website and the news system of the Stock Exchange of Thailand. However, no nominations were received from shareholders.

The Nomination, Remuneration, Corporate Governance and Sustainability Committee, excluding directors with conflicts of interest, has considered the qualifications of the three directors who are due to retire by rotation. The Committee is of the opinion that all three directors possess qualifications in accordance with Section 68 of the Public Company Limited Act and do not have any prohibited characteristics under the regulations of the Securities and Exchange Commission (SEC). They also have knowledge, expertise, and experience beneficial to the Company's business operations. In addition, all three directors have performed their duties as directors and members of sub-committees with dedication and effectiveness. Therefore, it is deemed appropriate to propose to the Shareholders' Meeting to consider and approve the re-election of all three directors for another term. The profiles of the nominated directors are provided in Enclosure No. 3.

### **Board of Director's Opinion**

The Board of Directors, excluding directors with conflicts of interest, has considered that all three directors who are due to retire by rotation possess suitable qualifications for the Company's business. They are fully qualified in accordance with Section 68 of the Public Company Limited Act and do not have any prohibited characteristics under the regulations of the Securities and Exchange Commission (SEC). They also possess knowledge, expertise, and experience that are beneficial to the Company's business operations and are capable of making valuable contributions to the Company. In the past, they have performed their duties as directors and members of sub-committees with dedication and effectiveness.

Furthermore, the Board of Directors has considered that Mr. Thongchai Chotkajornkiat and Mr. Tanan Chub-uppakarn, who are independent directors, possess all the required qualifications of independent directors in accordance with applicable laws and relevant criteria. They are able to provide independent opinions and recommendations on the Company's operations for the utmost benefit of the Company. The Board of Directors has therefore resolved to approve, as proposed by the Nomination, Remuneration, Corporate Governance and Sustainability Committee, the nomination of the following three directors for re-election for another term.

- |                                 |                      |
|---------------------------------|----------------------|
| 1. Mr. Thongchai Chotkajornkiat | Independent Director |
| 2. Mr. Tanan Chub-uppakarn      | Independent Director |
| 3. Mr. Pongnarin Wanasuwanakul  | Director             |

### **Vote Required**

This agenda item requires approval by a majority vote of the shareholders present at the Meeting and casting their votes.

### **Agenda 6 To consider and approve the determination of remuneration of the Company's directors and members of the sub-committees for the year 2026, and the payment of directors' bonus from the operating results for the year ended December 31, 2025**

#### **Objective and Reason**

In accordance with Section 90 of the Public Company Limited Act B.E. 2535 (1992) (as amended) and Clause 33 of the Company's Articles of Association, the remuneration of directors shall be subject to approval by the Shareholders' Meeting. Directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, pensions, bonuses, or other benefits, in accordance with the Company's regulations or as approved by the Shareholders' Meeting. Such remuneration may be specified as a fixed amount or determined based on prescribed criteria, and may be reviewed and adjusted from time to time or remain effective until amended. In addition, directors are entitled to receive allowances and other welfare benefits in accordance with the Company's regulations.

The Board of Directors has considered and deemed it appropriate to propose that the Shareholders' Meeting consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026, including special remuneration (bonus) for directors based on the Company's operating performance for the fiscal year ended December 31, 2025, as follows:

- (1) The remuneration of the Company's directors and members of the sub-committees for the year 2026 shall not exceed 6,000,000 Baht.

Category of Remuneration	2026 (Proposed)			2025 (Approved)		
	Monthly Remuneration (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)	Other Allowance (Baht/Person/Day)	Monthly Remuneration (Baht/Person/Month)	Meeting Allowance (Baht/Person/Meeting)	Other Allowance (Baht/Person/Day)
<b>Board of Directors</b>						
Chairman of the Board	30,000	20,000	None	30,000	20,000	None
Directors	20,000	10,000	None	20,000	10,000	None
<b>Executive Committee</b>						
Chairman of the Executive Committee	None	None	None	None	None	None
Member of the Executive Committee	None	None	None	None	None	None
<b>Audit Committee</b>						
Chairman of the Audit Committee	None	20,000	None	None	20,000	None
Member of the Audit Committee	None	10,000	None	None	10,000	None
<b>Risk Management and Investment Committee</b>						
Chairman of the Risk Management and Investment Committee	None	20,000	None	None	20,000	None
Member of the Risk Management and Investment Committee	None	10,000	None	None	10,000	None
<b>Nomination, Remuneration, Corporate Governance, and Sustainability Committee</b>						
Chairman of the Nomination, Remuneration, Corporate Governance and Sustainability Committee	None	20,000	None	None	20,000	None
Member of the Nomination, Remuneration, Corporate Governance and Sustainability Committee Member	None	10,000	None	None	10,000	None
<b>Shareholders' Meetings (AGM and EGM)</b>						
Chairman of The Board of Directors	None	20,000	None	None	20,000	None
Directors	None	10,000	None	None	10,000	None
<b>Other</b>						
Chairman of The Board of Directors	None	None	10,000	None	None	10,000
Directors	None	None	10,000	None	None	10,000

- (2) The directors' bonus for the operating results for the year ended December 31, 2025 shall not exceed 1,125,000 Baht.

### **Board of Director's Opinion**

The Board of Directors considers it appropriate to propose that the Shareholders' Meeting consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026 in a total amount not exceeding 6,000,000 Baht, as well as the special remuneration (bonus) for directors based on the operating performance for the fiscal year ended December 31, 2025, in an amount not exceeding 1,125,000 Baht.

### **Vote Required**

This agenda item requires approval by not less than two-thirds of the total votes of the shareholders present at the Meeting.

### **Agenda 7 To consider and approve the appointment of auditors, and the determination of the audit fee for the year 2026**

#### **Objective and Reason**

To comply with Section 120 of the Public Company Limited Act B.E. 2535 (1992) (as amended), and Articles 58 and 59 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to appoint the Company's auditor and determine the auditor's remuneration on an annual basis. The shareholders may re-appoint the existing auditor.

The Audit Committee has considered selecting the auditors for the year 2026 and proposed to the Board of Directors for consideration and proposing to the shareholder's meeting to consider approving the appointment an auditor from PricewaterhouseCoopers ABAS Limited as the Company's auditor for the year 2026 by assigning one of the following auditors being the Company's auditor:

The Audit Committee has considered and selected the auditors for the year 2026 and proposed to the Board of Directors for consideration. The Board of Directors therefore proposes that the Shareholders' Meeting consider and approve the appointment of an auditor from PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for the year 2026, by appointing one of the following auditors:

- (1) Miss Rodjanart Banyatananusard, CPA No. 8435  
(who signed the Company's financial statements for the year 2025); or
- (2) Miss Amornrat Pearmpoonvatanasuk, CPA No. 4599  
(who signed the Company's financial statements for the years 2016–2019); or
- (3) Mr. Boonrueng Lerdwiseswit, CPA No. 6552  
(who has never signed the Company's financial statements).

PricewaterhouseCoopers ABAS Ltd. and the above-named auditors have no relationship or conflict of interest with the Company, its subsidiaries, executives, major shareholders, or related persons. Accordingly, they are independent in performing the audit and expressing opinions on the Company's financial statements. No auditor will serve as the signing auditor for a period exceeding the limits prescribed by applicable regulations. The audit fee for the year 2026, excluding out-of-pocket expenses, is proposed at 1,560,000 Baht.

In addition, the Company's nine subsidiaries, namely: (1) Thachang Power Green Company Limited, (2) Thachang Bio Power Company Limited, (3) Thachang Energy Solutions Company Limited, (4) Thachang Energy Solutions (Chumphon) Company Limited, (5) Thachang Energy Solutions (Ratchaburi) Company Limited, (6) Thachang Energy Solutions (Thachin) Company Limited, (7) Thachang Energy Solutions (Chainat) Company Limited, (8) Thachang Energy Solutions (Ubonratchathani) Company Limited, and (9) Thachang Energy Solutions (Prachinburi) Company Limited, also engage PricewaterhouseCoopers ABAS Ltd. as their auditing firm.

### Details of Audit Fees Comparison for the Years 2025 and 2026

Description	2026 (proposed)	2025	Change
Audit Fee	1,560,000 Baht	1,560,000 Baht	-
Other Fees	None	None	-

#### **Audit Committee's Opinion**

The Audit Committee has considered the selection of the auditors and is of the opinion that PricewaterhouseCoopers ABAS Ltd. and the above-named auditors are independent, possess adequate knowledge, capabilities, and a thorough understanding of the Company's business, and perform their duties with professionalism, impartiality, and due audit expertise. Accordingly, it is deemed appropriate to propose the appointment of an auditor from PricewaterhouseCoopers ABAS Ltd., and that the proposed audit fee is reasonable.

#### **Board of Director's Opinion**

As proposed by the Audit Committee, the Board of Directors has considered and resolved to propose that the Shareholders' Meeting consider and approve the appointment of PricewaterhouseCoopers ABAS Ltd. as the Company's auditor for the year 2026, by appointing one of the following auditors to audit and express an opinion on the Company's financial statements:

- (1) Miss Rodjanart Banyatananusard, CPA No. 8435; or
- (2) Miss Amornrat Pearmpoonvatanasuk, CPA No. 4599; or
- (3) Mr. Boonrueng Lerdwiseswit, CPA No. 6552

It is also deemed appropriate to propose that the Shareholders' Meeting consider and approve the auditor's remuneration for the year 2026 in the amount of 1,560,000 Baht (excluding out-of-pocket expenses).

#### **Vote Required**

This agenda item requires approval by a majority vote of the shareholders present at the Meeting and casting their votes.

### **Agenda 8 Other matters (if any)**

At the 2026 Annual General Meeting of Shareholders, the Company provided shareholders with the opportunity to propose agenda items for inclusion in the meeting agenda during the period from November 1 to 30, 2025, by notifying shareholders through the news system of the Stock Exchange of Thailand and the Company's website, in accordance with the principles of good corporate governance for listed companies. However, upon the expiration of such period, no shareholders proposed any additional agenda items.

The Company cordially invites all shareholders to attend the 2026 Annual General Meeting of Shareholders, to be held on Friday, April 24, 2026, at 10:00 hours, at the Venus Meeting Room, Miracle Grand Convention Hotel, No. 99 Vibhavadi-Rangsit Road (Kamphaeng Phet 6), Talat Bang Khen Sub-district, Lak Si District, Bangkok.

In the event that a shareholder is unable to attend the Meeting in person, the shareholder may appoint a proxy to attend and vote on his/her behalf, or appoint one of the Company's independent directors, namely Mr. Kosit Fuangswasdi, Mr. Thoranit Tantikulwichit, Mrs. Pensri Meesuksabai, Mr. Tanan Chub-uppakarn, or Mr. Thongchai Chotkajornkiat, as proxy to attend and vote at the Meeting on his/her behalf. In this regard, the shareholder is requested to complete and duly sign the proxy form, together with supporting documents as specified therein, and submit the original documents to the Company Secretary Department, Thachang Green Energy Public Company Limited, No. 159 Moo 3, Tha Chang Sub-district, Tha Chang District, Surat Thani Province 84150, by April 17, 2026, in order to facilitate registration for attendance at the Meeting.

Proxy Forms (Enclosure No. 8) are available in three types: Form A (General Form); Form B (Form with specific details of authorization); and Form C (for foreign shareholders appointing a custodian in Thailand to act as the depository and custodian of their shares). Shareholders may download the Proxy Forms from the Company's website at [www.tge.co.th](http://www.tge.co.th) or request a copy by email at [ir@tge.co.th](mailto:ir@tge.co.th) or [comsec@tge.co.th](mailto:comsec@tge.co.th).

After reviewing the agenda and supporting details, shareholders who wish to submit questions or request additional information may do so in advance by sending inquiries to [comsec@tge.co.th](mailto:comsec@tge.co.th). This will facilitate the Board of Directors and management in preparing clarifications for the Meeting.

In organizing the Shareholders' Meeting, the Company will collect, use, and disclose shareholders' personal data as necessary for compliance with applicable laws and for facilitating shareholders' participation in the Meeting. Shareholders' personal data will be protected in accordance with the Privacy Notice for the 2026 Annual General Meeting of Shareholders (Enclosure No. 10).

Sincerely Yours,

- Kosit Fuangswasdi -

(Mr. Kosit Fuangswasdi)  
Chairman of the Board of Directors