

20 April 2026

- Subject : Invitation to attend the Annual General Meeting of Shareholders of the Company for the year 2026.
- Attention : Shareholders of Grande Asset Hotels and Property Public Company Limited.
- Enclosures : 1. Copy of Minutes of Annual General Meeting of Shareholders of the Company for the year 2025.
2. Form 56-1 One Report 2025, the statements of financial position as at 31 December 2025, the statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended (in QR Code).
 3. Name list and profiles of the directors nominated to be elected as directors to replace those retiring by rotation.
 4. Scope of Duties and Responsibilities of the Audit Committee.
 5. Amount of Auditor's Remunerations for the years 2024-2026.
 6. Profiles of Independent Directors (acting as Proxy of the Shareholders).
 7. Proxy Form A. and Form B.
 8. Articles of Association of the Company related to the Annual General Meeting of Shareholders.
 9. The required documents or evidence to identify the right to attend the Annual General Meeting of Shareholders for the year 2026 via Electronic Meeting (E-MEETING).
 10. Guidelines for attending the Annual General Meeting of Shareholders for the year 2026 via Electronic Meeting (E-MEETING).

The Board of Directors of Grande Asset Hotels and Property Public Company Limited has resolved to call the Annual General Meeting of Shareholders of the Company for the year 2026 on Thursday, 30 April 2026, at 12.00 hrs., via Electronic Meeting (E-Meeting), to consider the matters in accordance with the following agenda:

Agenda 1. To acknowledge the matters notified by the Chairman of the Board.

(Resolution: This Agenda is for acknowledgement. Therefore, no votes will be cast)

Opinion of the Board: The Shareholders meeting is hereby advised to acknowledge the matters to be notified by the Chairman on the date of the Shareholders Meeting.

Agenda 2. To consider and adopt the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2025.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Background Information: The Annual General Meeting of Shareholders of the Company for the year 2025 was held on 23 April 2025, and the minutes of the meeting has been submitted to the Stock Exchange of Thailand and Ministry of Commerce by the Company within the timeframe prescribed by laws, which the details are attached in **Enclosure 1**.

Opinion of the Board: The Shareholders meeting is hereby advised to adopt the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2025 was held on 23 April 2025.

Agenda 3. To consider and acknowledge the report on the Company's performance results for the year 2025.

(Resolution: This Agenda is for acknowledgement. Therefore, no votes will be cast)

Background Information: The report of the performance results of the Company for the previous year 2025 appears in the Form 56-1 One Report 2025 in **Enclosure 2**.

Opinion of the Board: The Shareholders meeting is hereby advised to acknowledge the performance results of the Company for the previous year 2025 and the Form 56-1 One Report 2025.

Agenda 4. To consider and approve the statements of financial position as at 31 December 2025, the statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Background Information: In compliance with Section 112 of the Public Limited Companies Act B.E. 2535 and Article 45 of the Company's Articles of Association, which stipulate that the Board of Directors of the Company shall arrange for preparation of the statements of financial position and the statements of comprehensive income as of the end of the accounting period of the Company, and shall submit the same to the Shareholders Meeting at the Annual General Meeting for consideration and approval. Therefore, the Board of Directors of the Company proposed to the Annual General Meeting of Shareholders to consider and approve the statements of financial position as at 31 December 2025, the statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended of the Company, which have been audited and certified by the Auditor and have been reviewed by the Audit Committee of the Company as shown in the Form 56-1 One Report 2025 in **Enclosure 2**.

Opinion of the Board: The Shareholders meeting is hereby advised to consider and approve the statements of financial position as at 31 December 2025, the statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended of the Company, which have been reviewed by the Audit Committee and have been audited and certified by the Auditor.

Agenda 5. To consider and acknowledge the non-payment of dividends for the year 2025.

(Resolution: This Agenda is for acknowledgement. Therefore, no votes will be cast)

Background Information: According to Section 115 of the Public Limited Companies Act B.E. 2535 and Article 47 of the Company's Articles of Association which stipulate that the Company is prohibited from paying dividends out of other funds except profits, and in case the Company has the accumulated losses, the Company shall not pay any dividend.

Since the single financial statements of the Company ended 31 December 2025 showed the Company to have the net loss from its performance results in the amount of 1,576,508,924.- Baht, resulting that the single financial statements has the accumulated losses in the amount of 3,765,946,871.- Baht. The Company then could not pay the dividends for its performance results of the year 2025 to the Shareholders.

Opinion of the Board: The Shareholders meeting is hereby advised to acknowledge the non-payment of dividends for the year 2025.

Agenda 6. To consider and elect new directors replacing those retiring by rotation.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Background Information: In compliance with Section 71 of the Public Limited Companies Act B.E. 2535 and Article 21 of the Company's Articles of Association, it provides that one-third of the Directors are required to retire from offices every year, whereby the Directors who have been in the longest term in office are required to retire by rotation. But they are entitled to be re-elected to resume the positions of the Directors of the Company. And under the resolution of the Annual General Meeting of Shareholders of the Company for the year 2025, the Board of Directors of the Company was fixed ten members in total. Therefore, there are four Directors who are to retire from offices by rotation in this occasion, as follows:

1. Mr. Pornchai Kittipanyangam
2. Dr. Boonrux Yodpheth
3. Mr. Amarin Narula
4. Miss Wilawun Leongnarktongdee

However, Miss Wilawun Leongnarktongdee resigned as the director of the Company, effective from 30 April 2025 and Dr. Bhichit Rattakul resigned as the director of the Company, effective from 18 February 2026, whereby the Company does not appoint any person to fill in the position of the directors of the Company to replace Dr. Bhichit Rattakul and Miss Wilawun Leongnarktongdee who resigned.

The Board of Directors of the Company has considered and viewed that Mr. Pornchai Kittipanyangam, Dr. Boonrux Yodpheth and Mr. Amarin Narula are the persons who have appropriate qualification, knowledge, ability and experience related to the businesses of the Company, which are beneficial to the business operation of the Company, it is hereby proposed to the Shareholders meeting for consideration of the re-election of the said three directors to their offices as the directors for another term and fixing the members of the Board of Directors of the Company to comprise 8 members, whereby it did not nominate any person to be the directors of the Company in place of the positions of Dr. Bhichit Rattakul and Miss Wilawun Leongnarktongdee who resigned.

The name list and profiles of the directors nominated to be elected as Directors to replace those retiring by rotation appears in **Enclosure 3**.

Opinion of the Board: The Shareholders meeting is hereby advised to consider and elect new directors replacing those being retired by rotation as follows:

1. Re-election of Mr. Pornchai Kittipanyangam who shall be retired by rotation on this occasion, to resume his office as the Director, Independent Director, Audit Committee and Risk Management Committee of the Company for another term.
2. Re-election of Dr. Boonrux Yodpheth who shall be retired by rotation on this occasion, to resume his office as the Director, Independent Director and Audit Committee of the Company for another term.
3. Re-election of Mr. Amarin Narula who shall be retired by rotation on this occasion, to resume his office as the Director of the Company for another term.
4. Fixing the members of the Board of Directors of the Company to comprise 8 members, whereby it does not nominate any person to be the director of the Company in place of the positions of Dr. Bhichit Rattakul and Miss Wilawun Leongnarktongdee who resigned.

Agenda 7. To consider and approve the remuneration of the Directors for the year 2026.

(Resolution: By the votes not less than two-third of the total number of votes of shareholders attending the meeting and having right to vote)

Background Information: In compliance with Section 90 of the Public Limited Companies Act B.E. 2535 and Article 35 of the Company's Articles of Association, it provides that the payment of the remuneration (attendance fees) to the Board of Directors of the Company, it requires the approval from the Shareholders Meeting. The Board of Directors has considered the remuneration to the Directors in comparison with the rates of the directors' remuneration of the same business group as well as the appropriateness for the scope of duties and responsibilities of the Board of Directors, it is hereby proposed to the Shareholders meeting for consideration of the remuneration of the Directors for the year 2026.

Opinion of the Board: The Shareholders meeting is hereby advised to approve the payment of the remuneration of the Directors for the year 2026 in the form of attendance fees with the same rate as approved in the year 2025, as follows:

1. The Attendance fees for the meeting of Board of Directors in an amount of Baht 50,000.- per meeting per person.
2. The Attendance fees for the meeting of Audit Committee and Risk Management Committee in an amount of Baht 50,000.- per meeting per person.
3. The Attendance fees for the meeting of Executive Committee in an amount of Baht 10,000.- per meeting per person and fixing the attendance fees for the meeting of Executive Committee in the amount not exceeding 1,500,000.- Baht per year.

Agenda 8. To consider and appoint the auditors and fix the auditor's remunerations for the year 2026.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Background Information: In compliance with section 120 of the Public Limited Companies Act B.E. 2535 and the Article 43 of the Company's Articles of Association which provides that every Annual General Meeting of Shareholders shall appoint the auditors and fix the auditing fee. Therefore, the Company is required to appoint the auditors for the year 2026 and fix their auditing fees.

The Board of Directors has considered at the deliberation and recommendation of the Audit Committee to be appropriate for the Shareholders meeting to consider and appoint the Auditors of EY Office Limited as the Company's auditors for the year 2026, considering that they are qualified under the regulations of the Office of Securities Exchange Commission, having independent, experience and expertise in auditing, as well as having the auditing standard as accepted by the listed companies in the Stock Exchange of Thailand, the details of which are as follows:

Auditor Names	CPA Registration No.	Years of Auditing
1. Miss Krongkaew Limkittikul	5874	3
2. Mr. Pornanan Kitjanawanchai	7792	0
3. Mr. Kittiphun Kiatsomphob	8050	0

Whereby any one of the above-mentioned auditors is authorized to audit and set his/her signature in its audit report, and to consider the fixing of the remuneration of the Auditors in the amount not exceeding 2,470,000.- Baht. Moreover, EY Office Limited is also acting as the auditor of the Company's subsidiaries. The Company had attached the auditor's remunerations in the previous years with the details as appeared in **Enclosure 5**.

EY Office Limited and the auditors proposed to be the auditors of the Company, and its subsidiary companies have no relationship or any interest with the Company or its subsidiary companies, nor as executives, major shareholders or persons related to the said persons in such a way which may have an impact on performing their task independently.

Opinion of the Board: The Shareholders meeting is hereby advised to appoint the auditors of EY Office Limited by Miss Krongkaew Limkittikul, Certified Public Accountant No. 5874 and/or Mr. Pornanan Kitjanawanchai, Certified Public Accountant No. 7792 and/or Mr. Kittiphun Kiatsomphob, Certified Public Accountant No. 8050, as the Company's auditors for the year 2026 and fixing the remuneration of the Auditors in the amount not exceeding 2,470,000.- Baht.

Agenda 9. To consider and approve the amendment of Article 34. (Power of Directors) of the Articles of Association of the Company.

(Resolution: By the votes not less than three-fourths of the total number of votes of shareholders attending the meeting and having right to vote)

Background Information: For increase the flexibility for the Company's management of the Company, the Board of Directors of the Company then proposed to the Shareholders meeting for consideration of the amendment of Article 34. of the Articles of Association of the Company regarding the power of directors of the Company to be as follows:

Articles of Association before amendment	Articles of Association as amended
<p>Article 34. The Chairman of the Board can sign jointly with any one director, totaling two directors and affixing of the Company seal or any two directors can sign jointly and affixing of the Company seal.</p> <p>The Shareholders meeting or the Board of Directors meeting shall consider the fixing of names of the directors who are authorized to sign to bind the Company and affixing of the Company seal</p>	<p>Article 34. The directors authorized to sign on behalf of the Company are two directors signing jointly together with the affixing of the Company seal, except for any of the following actions, one director can sign and affix the Company seal:</p> <p>(1) Certification of all copies of documents of the Company.</p> <p>(2) Submission of all documents and taking of all actions with Ministry of Commerce, Revenue Department and other government</p>

Articles of Association before amendment	Articles of Association as amended
	<p>agencies within the Ministry of Commerce and Revenue Department.</p> <p>(3) Submission of all documents and taking of all actions with the Land Department and other government agencies within the Land Department except for purchase, sell, lease, rent, sale with right of redemption, accepting of purchase with right of redemption, mortgage and accepting of mortgages of all types of land and real estate, including establishment or cancellation and acquisition or disposal by any means of property rights and any rights in all types of land and real estate.</p> <p>(4) Submission of all documents and taking of all actions with</p> <ol style="list-style-type: none"> (1) Department of Public Works and Town & Country Planning and government agencies within Department of Public Works and Town & Country Planning. (2) Bangkok Metropolitan Administration and government agencies within Bangkok Metropolitan Administration. (3) Pattaya City Administration and government agencies within Pattaya City Administration. (4) Municipalities, Provincial Administrative Organizations, Sub-district Administrative Organizations. <p>(5) Submission of all documents and taking of all actions with any government agencies or state enterprises or private organizations related to the providing of services of pipe waters, electricity, telephone, post, internet and other public facilities.</p> <p>The Shareholders meeting or the Board of Directors meeting may designate the names of the directors who are authorized to sign to bind the Company together with the affixing of the Company seal.</p>

Opinion of the Board: The Shareholders meeting is hereby advised to consider and approve for the amendment of Article 34. of Articles of Association of the Company regarding the power of directors of the Company in accordance with the above details in all respects.

Furthermore, the Shareholders meeting is also advised to consider and approve for providing the authorities to the Authorized Directors and/or the person(s) authorized by the Authorized Directors to proceed with any actions, necessary and appropriate, in regards to the amendment of the Articles of Association of the Company in all respects, which includes, but is not limited to the submission of applications and any documents or evidences to government agencies or other relevant agencies by continuing to comply with the relevant laws and/or regulations and/or interpretations, advices or orders of the Registrar or relevant officers.

Agenda 10. To consider and approve the amendment of the authorized directors of the Company.

(Resolution: By a majority vote of shareholders attending the meeting and casting their votes)

Background Information: To comply with the amendment of Article 34. of the Articles of Association of the Company in accordance with the details of the previous agenda, the Board of Directors of the Company then proposed to the Shareholders meeting for consideration of the amendment of the authorized directors of the Company to be as follows:

“Mr. Wichai Thongtang, Mr. Sanith Adhyanasakul, Mr. Vitavas Vibhagool, Mr. Amarin Narula, any two of these four directors can sign jointly and affixing the Company seal, except for any of the following actions, Mr. Wichai Thongtang or Mr. Sanith Adhyanasakul or Mr. Vitavas Vibhagool or Mr. Amarin Narula, can sign singly and affixing the Company seal;

- (a) Certification of all copies of documents of the Company.
- (b) Submission of all documents and taking of all actions with Ministry of Commerce, Revenue Department and other government agencies within the Ministry of Commerce and Revenue Department.
- (c) Submission of all documents and taking of all actions with the Land Department and other government agencies within the Land Department except for purchase, sell, rent, lease, sale with right of redemption, accepting of purchase with right of redemption, mortgage and accepting of mortgages of all types of land and real estate, including establishment or cancellation and acquisition or disposal by any means of property rights and any rights in all types of land and real estate.
- (d) Submission of all documents and taking of all actions with
 - (1) Department of Public Works and Town & Country Planning and government agencies within Department of Public Works and Town & Country Planning.
 - (2) Bangkok Metropolitan Administration and government agencies within Bangkok Metropolitan Administration.
 - (3) Pattaya City Administration and government agencies within Pattaya City Administration.
 - (4) Municipalities, Provincial Administrative Organizations, Sub-district Administrative Organizations
- (e) Submission of all documents and taking of all actions with any government agencies or state enterprises or private organizations related to the providing of services of pipe waters, electricity, telephone, post, internet and other public facilities”.

Opinion of the Board: The Shareholders meeting is hereby advised to consider and approve for the amendment of the authorized directors of the Company in accordance with the above details in all respects.

Furthermore, the Shareholders meeting is also advised to consider and approve for providing the authorities to the Authorized Directors and/or the person(s) authorized by the Authorized Directors to proceed with any actions, necessary and appropriate, in regards to the amendment of the authorized directors of the Company in all respects, by continuing to comply with the relevant laws and/or regulations including advices or orders of the Registrar or relevant officers.

Agenda 11. To consider any other business (if any).

You are hereby invited to attend the Annual General Meeting of Shareholders for the year 2026 via Electronic Meeting on the date and time specified above. In this regard, all shareholders could attend the Annual General Meeting of Shareholders for the year 2026 via Electronic Meeting by yourself or may appoint other persons or the Company's Independent Director and Audit Committee to be the proxies, whose names and details as shown in **Enclosure 6**, so as to attend the meeting and vote on your behalf. The Company hereby prepares a Proxy Form B in **Enclosure 7**, which clearly specifies certain items and authority to be delegated to the proxy. In addition, there is Proxy Form A, a general and simple proxy form. And you are required to select any one out of the Forms as specified above only.

In order for the registration of attending the Meeting of Shareholders via Electronic Meeting is correction and completion, the Company is kindly requested that the shareholders and/or the proxies prepare the documents or evidences to identify the right to attend the Annual General Meeting of Shareholders for the year 2026 as per the details of which appear in **Enclosure 9** and to comply with the guideline for attending to the Annual General Meeting of Shareholders for the year 2026 via Electronic Meeting (E-Meeting) as per the details of which appear in **Enclosure 10**.

However, the shareholders who wish to grant the proxies to the Company's Independent Director and Audit Committee, please deliver the proxy form and the supporting documents as per the details of which appear in **Enclosure 9** to the Company **on or before 29 April 2026** by referring to:

**“Miss Onanong Kluayvises
Grande Asset Hotels and Property Public Company Limited
No. 388 Exchange Tower, 32nd Floor, Unit 3203-4,
Sukhumvit Road, Klongtoey Sub-district, Klongtoey District,
Bangkok Metropolis 10110”.**

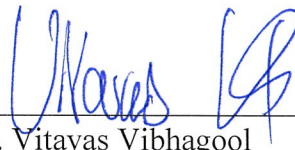
In addition, the Company would like to inform the channel for submission of questions in advance, whereby the shareholders who wish to submit questions in advance shall be done through the channels as follows:

1. To send the questions together with the proxy form which will be submitted to the Company in the same envelope;
2. To send the questions to the email address: onanong.k@grandeasset.com;
3. To send the questions to facsimile No. 0-2204-9998.

The Company has fixed the names of Shareholders who are entitled to attend the Annual General Meeting of Shareholders of the Company for the year 2026 on 17 April 2026 (Record Date).

According to Section 105 of the Public Limited Companies Act B.E. 2535, it provides that a shareholder of the Company may propose additional agenda(s) for consideration at a Shareholders Meeting. However, they shall hold shares in aggregate amount not less than one-third of the total issued shares of the Company.

By resolution of the Board of Directors



Mr. Vitavas Vibhagool
Director and Chief Executive Officer
Property Development and Hotel Business

Remark: The Company has disseminated the Notice of the Meeting of Shareholders, together with all related documents which are the same version as sent to the shareholders, on the Company's website.

(Translation)

GRANDE ASSET HOTELS AND PROPERTY PUBLIC COMPANY LIMITED
Minutes of the Annual General Meeting of Shareholders for the year 2025

Time and Place.

Held on Wednesday, 23 April 2025, at 10.00 hrs., via Electronic Meeting (E-Meeting) at the head office of the Company, No. 388 Exchange Tower, 32nd Floor, Unit 3203-4, Sukhumvit Road, Klongtoey Sub-district, Klongtoey District, Bangkok Metropolis.

Preliminary Proceedings.

Miss Somsri Kiattirarat, Legal Counselor, who was assigned to be the Conductor and Secretary of the Meeting announced that 28 Shareholders were present in person and by proxy, representing 6,358,735,808 shares out of the total 9,341,120,023 shares, being equivalent to 68.07 percent of the total number of issued shares, constituting the quorum as required by the Articles of Association of the Company.

Since Mr. Wichai Thongtang, Chairman of the Board, engaged with other businesses, he then could not attend this Annual General Meeting of Shareholders. Meanwhile, Dr. Bhichit Rattakul, Vice Chairman of the Board, has just notified that he engaged with the urgent matter and could not attend this Annual General Meeting of Shareholders. And in compliance with the Articles of Association of the Company, the Shareholders attending this meeting were required to choose a shareholder to act as the Chairman of the meeting. Miss Somsri then proposed to the meeting for consideration of Mr. Sanith Adhyanasakul as the Director and Proxy of Property Perfect Public Company Limited that is a major shareholder of the Company, to act as the Chairman of the meeting. And when there was no proposal from the Shareholders meeting, Miss Somsri then invited Mr. Sanith Adhyanasakul to act as the Chairman of the Annual General Meeting of Shareholders of the Company for the year 2025.

Prior to the Chairman opened and conducted the meeting in accordance with the agenda as stated in the notice of meeting, Miss Somsri introduced the Directors who attended this meeting, as follows:

- | | | |
|-----------------|----------------|---|
| 1. Mr. Sanith | Adhyanasakul | Director and Vice Chairman of the Executive Committee |
| 2. Mr. Vitavas | Vibhagool | Director, Executive Committee and Chief Executive Officer of Real Estate and Hotel Businesses |
| 3. Mr. Pornchai | Kittipanyangam | Chairman of the Audit Committee, Independent Director and Risk Management Committee |
| 4. Mr. Chaiwat | Utaiwan | Chairman of the Risk Management Committee Independent Director and Audit Committee |
| 5. Dr. Boonrux | Yodpheth | Audit Committee and Independent Director |
| 6. Mr. Suradej | Narula | Director and Executive Committee |
| 7. Mr. Amarin | Narula | Director and Executive Committee |

For Miss Wilawun Leongnarktongdee, Director, Executive Committee and Chief Executive Officer of Finance, she engaged with other businesses, she then could not attend this Annual General Meeting of Shareholders of the Company.

Moreover, Miss Somsri introduced the Executives and other related persons attending the meeting for explanation of the facts and answering the inquiries of the Shareholders as follows:

- | | | |
|--------------------|-----------------|---|
| 1. Mr. Sathit | Kiatkrajai | Executive Vice President of Accounting & Control |
| 2. Miss Chadaporn | Chayawan | Executive Vice President of Finance |
| 3. Mrs. Usanee | Chalermrattana | Executive Vice President of Investment Management |
| 4. Miss Pornchanok | Vanitchpongphan | Assistant of Executive Vice President
of Investment Management |
| 5. Miss Somsri | Kiattirarat | Legal Counselor |

And there were three auditors from PricewaterhouseCoopers ABAS Co., Ltd. attending this meeting via Electronic Meeting, as follows:

1. Miss Rodjanart Banyatananusard
2. Miss Chatrarawee Jiranakorn
3. Miss Jiraya Nipatthiranant

Miss Somsri notified the meeting that the Company had notified the Shareholders for holding the Annual General Meeting of Shareholders in this occasion by two means, as follows:

1. Sending by registered mail the notices of this meeting to every Shareholder; and
2. Sending the information relating to the holding of the Annual General Meeting of Shareholders together with the notice of the meeting to the electronic mail system of the Stock Exchange of Thailand and the website of the Company.

And Miss Somsri informed the details of the procedures of the casting and counting of votes in each agenda of the meeting to the Shareholders for acknowledgement as follows:

1. Each Shareholder has the right to vote according to the number of shares held by him/her, whereby one share is equal to one vote. Shareholder is entitled to cast his/her votes in each agenda to either approve, disapprove or abstain from voting, except that the proxies for foreign investors who have appointed custodians in Thailand to safe keep and take care of their securities, such proxies are required to vote according to the Shareholders indication in the Proxy Form.
2. Before voting in each agenda, the Chairman will provide the Shareholders who attend the meeting, to inquire as appropriate which the procedures of inquiry or giving of suggestion of the Shareholders are as follows:
 - 2.1 The Shareholders or Proxies who wish to inquire or give the suggestion, can select the text typing button, which the system will appear on the left panel menu of the screen, and typing the text of inquiry or suggestion, and then click "Send" to the Company. After that the Company will read the inquiries or suggestions of the Shareholders or Proxies, whereby the Company hereby reserves the right to answer the inquiries relating to the agenda that is considering. If any inquiry is not related to the agenda, it will be answered in other agenda. And if there are many inquiries, the Company hereby reserves the right to choose inquiries as appropriate.
 - 2.2 For the casting of votes in each agenda, the Company will take the time for 1 minute to the Shareholders for consideration and casting of votes, and the Shareholders are required to proceed as follows:

- 2.2.1 When the Shareholders or Proxies wish to cast the votes, can select the voting button, which the system will appear the “Correct Symbol” on the left panel menu of the screen, then select any buttons to choose between Approve, Disapprove or Abstain and then click “Send” to the Company, and once the vote is submitted, the Shareholders or Proxies will be notified by message saying “Vote is submitted”.
 - 2.2.2 The Shareholders or Proxies who entered the system and do not click any button for voting, the system will consider the votes as Approve or Agree with the proposal of the Board of Directors of the Company.
 - 2.2.3 The Shareholders or Proxies can cast votes, change or edit votes in each agenda until the meeting announces the closing of the voting for such agenda.
 - 2.2.4 For security reasons, each Shareholder or Proxy can login to the system only on one device and if the Shareholders or Proxies try to login to the system on another device or different browser on the same computer, the previous login to the system will get logged out automatically. Therefore, you do not disclose the username and password with other persons.
 - 2.2.5 If the Shareholders or Proxies have requested the username and password for attending the meeting and have sent the Proxy Form B which the votes have already been casted, the system will not allow to change the votes. But the Shareholders or Proxies can watch the meeting and asking questions.
3. To count votes of each agenda, the Company will deduct the total votes casted in disapproval and abstentions, from the total votes of Shareholders attending at the meeting and being entitled to vote. The result shall be taken as the votes in approval. As for the Shareholders who have entrusted their proxies to other persons to attend the meeting and cast their votes in accordance with their wishes, the result thereof shall be the votes including the votes in accordance with the wishes of the principals.
 4. After that, the Chairman will assign the Secretary of the Meeting to summarize the result of the votes counting in each agenda to the meeting for acknowledgement that each agenda being unanimously approved or approved by majority votes by how many votes, as well as the numbers of disapproved votes and abstained votes.

Afterwards, Miss Somsri invited Mr. Sanith Adhyanasakul to act as the Chairman of the meeting for opening the meeting and conducting the meeting in accordance with the agenda.

The Chairman opened the meeting and conducted the meeting in accordance with the agendas in the notice of the meeting as follows:

Agenda 1. Acknowledgement of the matters notified by the Chairman of the Board.

The Chairman thanked all Shareholders and Proxies for attending this Annual General Meeting of Shareholders of the Company for the year 2025. And he notified the meeting that since the incurrence of situation of the spreading of the COVID-19 from late 2019 until the situation began to ease in late 2022, the Company has a lot of losses from its performance results within the said period. Although the current situation of the spreading of the COVID-19 has significantly improved, and domestic tourism has recovered since late 2022 but the real estate development business of the Company continues to be affected by the slowdown in the domestic real estate sector, resulting in the loss from the Company’s performance results in

2024. In addition, the incurrance of severe earthquake affecting to all areas of Thailand in late March 2025 caused more serious affected to the real estate development business of the Company. Furthermore, the tax measurement of the United States of America enforced to its worldwide trading partners incurred the negative effect to overall business sectors of Thailand. However, the Company will try to manage the liquidity and expedite to resolve the debt problems for the Company to smoothly operate its businesses and generate its performance results better than the many previous years.

Agenda 2. Consideration for adoption of the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2024.

The Chairman requested the meeting to consider the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2024, held on 23 April 2024. And the Company had distributed the copy of said Minutes to the Shareholders for consideration together with the notice of meeting.

Resolution: *After due consideration, the meeting resolved by a unanimous vote of the votes of the shareholders who attended and voted for adoption of the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2024, held on 23 April 2024, as follows:*

<i>Resolutions</i>	<i>No. of Voters</i>	<i>No. of votes resolved (1 vote per share)</i>	<i>Percentage of the number of shares attending the meeting and voting</i>
<i>Approved</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>
<i>Disapproved</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Abstained</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Invalid ballots</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Total</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>

Agenda 3. Consideration for acknowledgement of the performance results of the Company for the year 2024.

The Chairman assigned Mr. Sathit Kiatkrajai, Executive Vice President of Accounting & Control, to explain the details in this agenda to the meeting for consideration.

Mr. Sathit Kiatkrajai reported to the meeting together with showing visuals regarding the performance results of the Company for the year 2024 to the Shareholders for acknowledgement and consideration, covering the major issues as follows:

1. The business overview and the performance results of the Company for the year 2024 in comparison with the same matters of the year 2023 in the hotel business, real estate development business and rental business.
2. The summary of the performance results for the year 2024 of the hotel business in comparison with the same matters of the year 2023 such as The Westin Grande Sukhumvit Hotel, Royal Orchid Sheraton Riverside Bangkok Hotel, Sheraton Hua Hin Resort and Spa Hotel, Sheraton Hua Hin Pranburi Villas Hotel and Hyatt Regency Bangkok Sukhumvit Hotel.
3. The summary of the performance results for the year 2024 of the real estate business in comparison with the same matters of the year 2023 such as Hyde Sukhumvit 11 Project, Hyde Heritage Thonglor Project and Amatara Residences Rayong Project.

4. The summary of the performance results for the year 2024 of the businesses of manufacturing and distribution of rubber gloves under the name of Grand Global Gloves Co., Ltd. which is the joint venture company between Grande Asset Hotels & Property Public Co., Ltd. and W.A. Rubbermate Co., Ltd. in comparison with the same matters of the year 2023.

Together with other information provided in the Form 56-1 One Report 2024 which had been formerly distributed to the Shareholders together with the notice of meeting.

The Chairman then proposed to the meeting for consideration.

Thai Investors Association inquired which the Chairman assigned the Company's management and related person to answer as follows:

1. The Company has the sale of assets for investment under the category of connected transactions with interested persons at many times as disclosed with the SET. We would like to inquire the Audit Committee and Independent Directors that how are their opinions regarding such investments?

Miss Somsri Kiattirarat explained that the Company did not enter the sale of assets for investment under the category of connected transactions with interested persons at many times as inquired by the Thai Investor Association. However, if the Company wishes to enter connected transactions, the management will propose such transactions to the Audit Committee for consideration and approval of such transactions in compliance with the related notifications of the Capital Market Supervisory Board and the Board of Directors of the Stock Exchange of Thailand every time. And the Board of Directors of the Company hereby confirmed that they have already managed in accordance with the good governance.

2. How does the Company have a strategic plan in rubber gloves business and management of debts or investments in this business?

Miss Somsri Kiattirarat explained that rubber gloves business is growing up, especially medical and healthy groups including food industry. At present, the Company focuses on manufacturing and distribution of synthetic rubber gloves that have the quality and standard as required by customers both in country and outside countries. In addition, the Company is between negotiations with new investors who are interesting in extension of manufacturing power for increase of manufacturing quantity, resulting in the reduction of cost per unit which will provide the profits to the Company's performance and the management of the burden of debts of the Company.

3. How is the plan of the Company for repayment of the long-term loan in an amount of 3,500 Million Baht to Royal Orchid (Thailand) Public Co., Ltd. which will be due in July 2026?

Mr. Sathit Kiatkrajai explained that the Company will repay such long-term loan with the money obtained from its performance results of the hotel business and real estate development business and from the sale of assets of the Company in type of hotel including from the disposal of investments in subsidiary and joint venture companies. In addition, the Company has the plan to seek for additional loans as disclosed in the remarks of the financial statements of the Company which the said plan has been discussed with the Board of Directors and Audit Committee of the Company.

4. How are the causes and reasons for entering the transaction of land sale in an amount of 1,050 Million Baht in June 2025? Since the Company has net losses in the amount of 673.28 Million Baht in 2024, whether such transaction will affect to the performance results of the Company or not?

Mr. Sathit Kiatkrajai explained that the said land is a part of land which is the location of The Westin Grande Sukhumvit Hotel, whereby such hotel is currently operated by the Company, resulting in the positive business operation of the Company in future.

5. How are the causes and reasons for the Company to sell Hyatt Regency Bangkok Sukhumvit Hotel at the price more than 5,000 Million Baht in the fourth quarter of 2024?

Mr. Sathit Kiatkrajai explained that since the Company's debts significantly increased from its investments at the previous time before the COVID-19 and the effect from the COVID-19 made the losses from the Company's performance results, the Company then necessities to sale the assets and business of Hyatt Regency Bangkok Sukhumvit Hotel for repayment of the debts which due date. However, the Company disclosed the details of entering of the said transaction to the electronic information system of the Stock Exchange of Thailand.

6. Please explain the plan for the sale of assets and investments of hotel business in 2025 which the Company expected that it will obtain the money not less than 6,800 Million Baht.

Mr. Sathit Kiatkrajai explained that since the Company has a lot of debts which will be due in future, and the current market situation for issuance of debentures and capital increase are restricted, including many investors are interesting the purchase of hotel assets of the Company, it then necessities to consider the plan for sale of assets as aforesaid in order to solve the debt problem.

7. How does the effect with the financial status or liquidity of the Company, if the sales of assets and investments of hotel business in 2025 are not in accordance with the expected plan? Whether the Company has other plans to support the failure of the plan for sale of assets and investments of hotel business or not?

Mr. Sathit Kiatkrajai explained that since many investors are interesting the purchase of assets of the Company, it then believes that the sale of assets will be done as expected. However, the Company has considered other plans in case the existing plan is not in accordance with the expectation such as the request for loans from financial institutions, requesting for extension of payment of debts and searching for new joint venture investors, etc.

8. How are the causes and reasons for the sale of investments in joint venture companies, whereby it is required to explain the reasons that why the Company will obtain the repayment of loans from a joint venture company of 700 Million Baht? Whether the aforesaid relates to the sale of investment in a joint venture company or not?

Mr. Sathit Kiatkrajai explained that since the market status of domestic real estate business is slowdown and the Company has a lot of debts, the Company then consults with partners and jointly agree to sell the project of a joint venture company which is not constructed to interested investors. In addition, another joint venture company has a project that is completed construction and under the sale of units, whereby the Company expected that such joint venture company could repay the loan to the Company.

9. Please explain the plan for management of liquidity of the Company in future and release of the CB sign from the Company has net losses for three consecutive years.

Mr. Sathit Kiatkrajai explained that the Company held the meeting for providing information and explanation of guidelines on solving the cause which may affect the financial position of the Company to the shareholders, investors and related persons (“Public Presentation”) on 14 March 2025 in the case that the Stock Exchange of Thailand had informed to maintain the CB sign on the Company shares, whereby the Company has the plans for reduction of losses which the most is financial expenses with high interest rate and reduction of debts from revenues obtained from hotel business and real estate development business which are improving respectively. In addition, the Company has the plan for sale of assets as aforesaid before.

There was no additional inquiry from the Shareholders, the Chairman then proposed to the meeting for acknowledgement.

Resolution: *After due consideration, the meeting acknowledged the performance results of the Company for the year 2024 and Form 56-1 One Report 2024.*

Agenda 4. Consideration for approval of the statements of financial position as at 31 December 2024, the statements of comprehensive income, changes in shareholders’ equity and cash flows for the year then ended.

The Chairman assigned Mr. Sathit Kiatkrajai, Executive Vice President of Accounting & Control, to explain the details in this agenda to the meeting for consideration.

Mr. Sathit Kiatkrajai summarized and showed visuals together with explaining to the Shareholders for acknowledgement of the financial figures and key items of the statements of financial position as at 31 December 2024, the statements of comprehensive income, changes in shareholders’ equity and cash flows for the year end which have been audited and certified by the auditor including reviewed by the Audit Committee as well as approved by the Board of Directors of the Company in order to be proposed to the Shareholders’ meeting for consideration. The other information provided in the financial statements of the Company have been distributed to the Shareholders for consideration together with the notice of meeting.

The Chairman then proposed to the meeting for consideration.

There was no shareholder’s inquiry. The Chairman then proposed to the meeting for voting.

Resolution: *After due consideration, the meeting resolved by a unanimous vote of the votes of the shareholders who attended and voted for approval of the statements of financial position as at 31 December 2024, the statements of comprehensive income, changes in shareholders’ equity and cash flows for the year then ended, as follows:*

<i>Resolutions</i>	<i>No. of Voters</i>	<i>No. of votes resolved (1 vote per share)</i>	<i>Percentage of the number of shares attending the meeting and voting</i>
<i>Approved</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>
<i>Disapproved</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Abstained</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Invalid ballots</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Total</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>

Agenda 5. Consideration for acknowledgement of the non-payment of dividends of the year 2024.

The Chairman assigned Mr. Sathit Kiatkrajai, Executive Vice President of Accounting & Control, to explain the details in this agenda to the meeting for consideration.

Mr. Sathit Kiatkrajai explained to the meeting that since the Company has the net loss from its performance results in accordance with the single financial statements ended 31 December 2024 in the amount of 729,559,084.- Baht, resulting that the single financial statements of the Company has the accumulated losses in the amount of 2,189,437,947.- Baht. The Company then could not pay the dividends for its performance results of the year 2024 to the Shareholders.

There was no shareholder's inquiry. The Chairman then proposed to the meeting for acknowledgement.

Resolution: *After due consideration, the meeting acknowledged the non-payment of dividends of the year 2024 to the Shareholders of the Company due to the Company has the accumulated losses in accordance with the single financial statements.*

Agenda 6. Consideration of the election of new directors replacing those retiring by rotation.

The Chairman assigned Miss Somsri Kiattirarat, Legal Counselor, to explain the details in this agenda to the meeting for consideration.

Miss Somsri Kiattirarat explained to the meeting that this agenda shall be considered to comply with the Public Limited Companies Act and the Article of Association of the Company which provide that one-third of the Directors were required to retire from offices every year in the Annual General Meeting of Shareholders, whereby the Directors who had been in the longest term in office were required to retire by rotation. But they were entitled to be re-elected to resume the positions of the Directors of the Company. At present, the Board of Directors has ten persons in total. Therefore, there were four Directors who retired from offices by rotation in this occasion, as follows:

1. Mr. Sanith Adhyanasakul
2. Mr. Vitavas Vibhagool
3. Mr. Suradej Narula
4. Mr. Chaiwat Utaiwan

And since the said four directors retired by rotation in this occasion, were the persons who have the appropriate qualifications, knowledge, ability and experience related to the businesses of the Company which were benefits for the business operation of the Company. It then proposed to the Shareholders' meeting for consideration of the re-election of the said four directors to resume their offices as the directors for another term, whereby the Company distributed the details of background of the said four directors to the Shareholders for consideration together with the notice of meeting. The Board of Directors of the Company then proposed to the Shareholders' meeting for consideration of the election of new directors replacing those being retired by rotation as follows:

1. Re-election of Mr. Sanith Adhyanasakul, Mr. Vitavas Vibhagool and Mr. Suradej Narula, who retired by rotation on this occasion, to resume their offices as the Directors of the Company for another term.
2. Re-election of Mr. Chaiwat Utaiwan who retired by rotation on this occasion, to resume his offices as the Director, Independent Director, Audit Committee and Chairman of Risk Management Committee of the Company for another term.

Provided that Mr. Chaiwat Utaiwan and Mr. Vitavas Vibhagool are not the directors in other companies operating the same and competing businesses with the Company's businesses.

For Mr. Sanith Adhyanasakul, he is the Vice Chairman, Chairman of the Executive Committee and Chief Executive Officer of Property Perfect Public Company Limited which is the company operating in the real estate development business and having a part of business in type of condominium units to be deemed as the same business as the Company's business.

Meanwhile, Mr. Suradej Narula is the Director of Chiang Mai River Side Plaza Hotel Co., Ltd., which is the company operating in the hotel business and to be deemed as the same business as the Company's business.

The Chairman then proposed to the meeting for consideration.

There was no shareholder's inquiry. The Chairman then proposed to the meeting for voting.

Resolutions: *After due consideration, the meeting resolved for the election of new directors replacing those being retired by rotation as follows:*

1. *Re-election of Mr. Sanith Adhyanasakul, Mr. Vitavas Vibhagool and Mr. Suradej Narula, who retired by rotation on this occasion, to resume their offices as the Directors of the Company for another term.*
2. *Re-election of Mr. Chaiwat Utaiwan who retired by rotation on this occasion, to resume his offices as the Director, Independent Director, Audit Committee and Chairman of Risk Management Committee of the Company for another term.*

Whereby the meeting resolved by a unanimous vote of the votes of the shareholders who attended and voted as follows:

1. Mr. Sanith Adhyanasakul

<i>Resolutions</i>	<i>No. of Voters</i>	<i>No. of votes resolved (1 vote per share)</i>	<i>Percentage of the number of shares attending the meeting and voting</i>
<i>Approved</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>
<i>Disapproved</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Abstained</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Invalid ballots</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Total</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>

2. Mr. Vitavas Vibhagool

Resolutions	No. of Voters	No. of votes resolved (1 vote per share)	Percentage of the number of shares attending the meeting and voting
<i>Approved</i>	28	6,358,735,808	100.00
<i>Disapproved</i>	-	-	-
<i>Abstained</i>	-	-	-
<i>Invalid ballots</i>	-	-	-
Total	28	6,358,735,808	100.00

3. Mr. Suradej Narula

Resolutions	No. of Voters	No. of votes resolved (1 vote per share)	Percentage of the number of shares attending the meeting and voting
<i>Approved</i>	28	6,358,735,808	100.00
<i>Disapproved</i>	-	-	-
<i>Abstained</i>	-	-	-
<i>Invalid ballots</i>	-	-	-
Total	28	6,358,735,808	100.00

4. Mr. Chaiwat Utaiwan

Resolutions	No. of Voters	No. of votes resolved (1 vote per share)	Percentage of the number of shares attending the meeting and voting
<i>Approved</i>	28	6,358,735,808	100.00
<i>Disapproved</i>	-	-	-
<i>Abstained</i>	-	-	-
<i>Invalid ballots</i>	-	-	-
Total	28	6,358,735,808	100.00

Therefore, the Board of Directors of the Company would comprise 10 members as follows:

1. **Mr. Wichai Thongtang** *Chairman of the Board and Independent Director*
2. **Dr. Bhichit Rattakul** *Vice Chairman of the Board and Chairman of the Executive Committee*
3. **Mr. Sanith Adhyanasakul** *Director and Vice Chairman of the Executive Committee*
4. **Mr. Vitavas Vibhagool** *Director, Executive Committee and Chief Executive Officer of Real Estate and Hotel Businesses*
5. **Mr. Pornchai Kittipanyangam** *Chairman of the Audit Committee, Independent Director and Risk Management Committee*
6. **Mr. Chaiwat Utaiwan** *Chairman of the Risk Management Committee, Audit Committee and Independent Director*

- | | | |
|-----|-------------------------------------|---|
| 7. | <i>Dr. Boonrux Yodpheth</i> | <i>Audit Committee
and Independent Director</i> |
| 8. | <i>Ms. Wilawun Leongnarktongdee</i> | <i>Director, Executive Committee and
Chief Executive Officer of Finance</i> |
| 9. | <i>Mr. Suradej Narula</i> | <i>Director and Executive Committee</i> |
| 10. | <i>Mr. Amarin Narula</i> | <i>Director and Executive Committee</i> |

Agenda 7. Consideration for approval of the remuneration of the Directors for the year 2025.

The Chairman assigned Miss Somsri Kiattirarat, Legal Counselor, to explain the details in this agenda to the meeting for consideration.

Miss Somsri Kiattirarat explained to the meeting that this agenda shall be considered to comply with the Public Limited Companies Act and the Article of Association of the Company which provide that the payment of the remuneration in the form of attendance fees to the Board of Directors of the Company is required to approve from the Shareholders' Meeting. The Board of Directors of the Company has considered the remuneration to the Directors in comparison with the rates of the directors' remuneration of the same business group as well as the appropriateness for the scope of duties and responsibilities of the Directors. It then proposed to the meeting for fixing the remuneration in the form of attendance fees to the Directors for the year 2025 with the same rate as approved in the year 2024, as follows:

1. The Attendance fees for the meeting of Board of Directors in an amount of Baht 50,000.- per meeting per person.
2. The Attendance fees for the meeting of Audit Committee and Risk Management Committee in an amount of Baht 50,000.- per meeting per person.
3. The Attendance fees for the meeting of Executive Committee in an amount of Baht 10,000.- per meeting per person and fixing the attendance fees for Executive Committee in the amount not exceeding 1,500,000.- Baht per year.

The Chairman then proposed to the meeting for consideration.

There was no shareholder's inquiry. The Chairman then proposed to the meeting for voting.

Resolution: *After due consideration, the meeting resolved by a unanimous vote of the votes of the shareholders who attended and were eligible to vote as follows:*

<i>Resolutions</i>	<i>No. of Voters</i>	<i>No. of votes resolved (1 vote per share)</i>	<i>Percentage of the number of shares attending the meeting and voting</i>
<i>Approved</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>
<i>Disapproved</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Abstained</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Invalid ballots</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Total</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>

Approval for the remuneration of the Directors for the year 2025 in the form of attendance fees with the same rate as approved in the year 2024, as follows:

- 1. The Attendance fees for the meeting of Board of Directors in an amount of Baht 50,000.- per meeting per person.*
- 2. The Attendance fees for the meeting of Audit Committee and Risk Management Committee in an amount of Baht 50,000.- per meeting per person.*
- 3. The Attendance fees for the meeting of Executive Committee in an amount of Baht 10,000.- per meeting per person and fixing the attendance fees for Executive Committee in the amount not exceeding 1,500,000.- Baht per year.*

Agenda 8. Consideration of the appointment of the auditors and fixing the auditor's remunerations for the year 2025.

The Chairman assigned Mr. Sathit Kiatkrajai, Executive Vice President of Accounting & Control, to explain the details in this agenda to the meeting for consideration.

Mr. Sathit Kiatkrajai explained to the meeting that this agenda shall be considered to comply with the Public Limited Companies Act and the Article of Association of the Company which provide that that every Annual General Meeting of Shareholders shall appoint the auditors and fix the auditor's remunerations. Provided that, the Board of Directors had considered at the deliberation and recommendation of the Audit Committee to be appropriate for the Shareholders' meeting to consider the appointment of the Auditors of EY Office Limited by Mr. Pornanan Kitjanawanchai, Certified Public Accountant No. 7792 and/or Miss Krongkaew Limkittikul, Certified Public Accountant No. 5874 and/or Miss Sirirat Sricharoensup, Certified Public Accountant No. 5419 and/or Miss Sumesa Tangyoosuk, Certified Public Accountant No. 7627, as the Company's auditors for the year 2025 because it had been considered that they have the qualifications as prescribed by the Office of Securities Exchange Commission, having independent, experience and expertise in auditing, as well as having the auditing standard as accepted by the listed companies in the Stock Exchange of Thailand, whereby any one of the above-mentioned auditors would be authorized to audit and set his/her signature in its audit report, and to consider the fixing of the remuneration of the Auditors in the amount not exceeding 2,470,000.- Baht. Moreover, EY Office Limited is also acting as the auditor of the Company's subsidiaries. The details of the remuneration of the Auditors for the year 2025 proposed to the Shareholders for consideration and the remunerations of the Auditors for the previous years have been distributed to the Shareholders for consideration together with the notice of meeting.

EY Office Limited and the auditors proposed as the auditors of the Company and the Company's subsidiaries had no relationship or any interest with the Company or the Company's subsidiaries, managements or the related persons in such a way which may have an impact on performing their task independently.

The Chairman then proposed to the meeting for consideration.

There was no shareholder's inquiry. The Chairman then proposed to the meeting for voting.

Resolution: *After due consideration, the meeting resolved by a unanimous vote of the votes of the shareholders who attended and voted as follows:*

<i>Resolutions</i>	<i>No. of Voters</i>	<i>No. of votes resolved (1 vote per share)</i>	<i>Percentage of the number of shares attending the meeting and voting</i>
<i>Approved</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>
<i>Disapproved</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Abstained</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Invalid ballots</i>	<i>-</i>	<i>-</i>	<i>-</i>
<i>Total</i>	<i>28</i>	<i>6,358,735,808</i>	<i>100.00</i>

Approval for the appointment of the Auditors of EY Office Limited by Mr. Pornanan Kitjanawanchai, Certified Public Accountant No. 7792 and/or Miss Krongkaew Limkittikul, Certified Public Accountant No. 5874 and/or Miss Sirirat Sricharoensup, Certified Public Accountant No. 5419 and/or Miss Sumesa Tangyoosuk, Certified Public Accountant No. 7627, as the Company's auditors for the year 2025 and fixing the remuneration of the Auditors in the amount not exceeding 2,470,000.- Baht.

Agenda 9. Other Businesses.

Thai Investors Association suggested the Company for consideration of the holding of the Annual General Meeting of Shareholders both in the On-site Meeting and Online Meeting or called that "Hybrid" in order to provide the convenience of communication between the shareholders, management and the Board of Directors of the Company, which the Chairman explained that the Board of Directors of the Company will bring the said suggestion to consider for fixing the method of holding of the next Annual General Meeting of Shareholders of the Company.

Conclusion

There was no further business to transact, the Chairman thanked the Shareholders who attend to the meeting and gave continued support to the Company, and called the meeting to be adjourned at 11.05 hrs.

(Signed) _____ -Signature- _____ Chairman of the Meeting
(Mr. Sanith Adhyanasakul)

(Signed) _____ -Signature- _____ Company Secretary
(Ms. Onanong Kluayvises)

**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Name-Surname	Mr. Pornchai Kittipanyangam								
Type of proposed director	Director, Independent Director, Audit Committee and Risk Management Committee								
Present Position in the Company	Director, Independent Director, Chairman of the Audit Committee and Risk Management Committee								
Age	79 years								
Nationality	Thai								
Family relationship between directors	-None-								
Education Background and training	<ul style="list-style-type: none">- Bachelor Degree in Accounting, Thammasat University.- Certified Public Accountant, Registration No. 2778.- Certified Public Accountant as approved by the Office of Securities and Exchange Commission.- Thai Institute of Directors Association (IOD): Directors Accreditation Program (DAP), 2004.								
Years of Directorship in the Company	14 years								
Current Position in Other Organizations									
<ul style="list-style-type: none">● In listed companies● In non-listed companies● In other organization that may cause any conflict of interests to the Company	<p>Independent Director and Chairman of the Audit Committee, Samchai Steel Industries Public Company Limited.</p> <ul style="list-style-type: none">- Director and Treasurer, Thammasat Association under the Royal Patronage of H.M. The King.- Managing Director, Bunchikij Co., Ltd. <p>-None-</p>								
Work Experience	<table><tr><td>2022 - Present</td><td>Chairman of Audit Committee, Independent Director and Risk Management Committee, Grande Asset Hotels and Property Public Company Limited.</td></tr><tr><td>2012 - 2022</td><td>Independent Director and Chairman of Audit Committee, Grande Asset Hotels and Property Public Company Limited.</td></tr><tr><td>2011 - Present</td><td>Director and Treasurer, Thammasat Association under the Royal Patronage of H.M. The King.</td></tr><tr><td>2004 - Present</td><td>Independent Director and Chairman of the Audit Committee, Samchai Steel Industries Public Company Limited.</td></tr></table>	2022 - Present	Chairman of Audit Committee, Independent Director and Risk Management Committee, Grande Asset Hotels and Property Public Company Limited.	2012 - 2022	Independent Director and Chairman of Audit Committee, Grande Asset Hotels and Property Public Company Limited.	2011 - Present	Director and Treasurer, Thammasat Association under the Royal Patronage of H.M. The King.	2004 - Present	Independent Director and Chairman of the Audit Committee, Samchai Steel Industries Public Company Limited.
2022 - Present	Chairman of Audit Committee, Independent Director and Risk Management Committee, Grande Asset Hotels and Property Public Company Limited.								
2012 - 2022	Independent Director and Chairman of Audit Committee, Grande Asset Hotels and Property Public Company Limited.								
2011 - Present	Director and Treasurer, Thammasat Association under the Royal Patronage of H.M. The King.								
2004 - Present	Independent Director and Chairman of the Audit Committee, Samchai Steel Industries Public Company Limited.								


**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Work Experience	1972 - Present	Managing Director, Bunchikij Co., Ltd.
	2005 - 2009	Qualified Committee, Faculty of Commerce and Accountancy of Thammasat University.
	2005 - 2009	Chairman of Alumni Association, Faculty of Commerce and Accountancy of Thammasat University.
	2006 - 2007	Senior Advisor of Constitutional Court.
Number of shares held in the Company	-None-	
Meeting Attendance	7 times of total	7 times of Board of Directors Meeting. And 4 times of total 4 times of Audit Committee Meeting.
Other		No history record on committing a criminal offence on property with dishonesty.

Additional information to consider the election of Independent Director

- Kin Relationship with executive directors or major shareholders of the Company and Subsidiaries.
-None-
- Relationship with the Company / Subsidiaries / Associates or any business registrations that may cause conflict of interest at the present.
-None-
- Significant business relationship that may restrain one from performing his job independently.
-None-

**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Name-Surname	Mr. Boorux Yodpheth										
Type of proposed director	Director, Independent Director and Audit Committee										
Present Position in the Company	Director, Independent Director and Audit Committee										
Age	67 years										
Nationality	Thai										
Family relationship between directors	-None-										
Education Background and training	<ul style="list-style-type: none">- PH.D. of Education, Sardar Patel University, India.- Master of Education (M.Ed.) in Educational Administration, Khon Kaen University.- Bachelor of Education (B.Ed.) in Mathematics Education, Srinakharinwirot University, Pisanulok Campus.- Diploma, National Defence College, The Joint State-Private Sector Course, Thailand National Defence College (TNDC), 24th Class.- The Civil Service Executive Development Program, Office of the Civil Service Commission, 6th Class.										
Years of Directorship in the Company	6 years										
Current Position in Other Organizations											
● In listed companies	-None-										
● In non-listed companies	-None-										
● In other organization that may cause any conflict of interests to the Company	-None-										
Work Experience	<table><tr><td>2020 - Present</td><td>Independent Director and Audit Committee, Grande Asset Hotels and Property Public Co., Ltd.</td></tr><tr><td>2019</td><td>Secretary General of Vocational Education Commission, Office of the Vocational Education Commission.</td></tr><tr><td>2017 - 2019</td><td>Secretary General of Basic Education Commission, Office of the Basic Education Commission.</td></tr><tr><td>2016 - 2017</td><td>Deputy Secretary General of Basic Education Commission, Office of the Basic Education Commission.</td></tr><tr><td>2015 – 2016</td><td>Assistant Secretary General of Basic Commission, Office of the Basic Education Commission.</td></tr></table>		2020 - Present	Independent Director and Audit Committee, Grande Asset Hotels and Property Public Co., Ltd.	2019	Secretary General of Vocational Education Commission, Office of the Vocational Education Commission.	2017 - 2019	Secretary General of Basic Education Commission, Office of the Basic Education Commission.	2016 - 2017	Deputy Secretary General of Basic Education Commission, Office of the Basic Education Commission.	2015 – 2016
2020 - Present	Independent Director and Audit Committee, Grande Asset Hotels and Property Public Co., Ltd.										
2019	Secretary General of Vocational Education Commission, Office of the Vocational Education Commission.										
2017 - 2019	Secretary General of Basic Education Commission, Office of the Basic Education Commission.										
2016 - 2017	Deputy Secretary General of Basic Education Commission, Office of the Basic Education Commission.										
2015 – 2016	Assistant Secretary General of Basic Commission, Office of the Basic Education Commission.										

**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Number of shares held in the Company	-None-
Meeting Attendance	7 times of total 7 times of Board of Directors Meeting and 4 times of total 4 times of Audit Committee Meeting.
Other	No history record on committing a criminal offence on property with dishonesty.

Additional information to consider the election of Independent Director

- Kin Relationship with executive directors or major shareholders of the Company and Subsidiaries.
-None-
- Relationship with the Company / Subsidiaries / Associates or any business registrations that may cause conflict of interest at the present.
-None-
- Significant business relationship that may restrain one from performing his job independently.
-None-

**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Name-Surname	Mr. Amarin Narula	
Type of proposed director	Authorized director	
Present Position in the Company	Director, Executive Committee and Authorized director	
Age	49 years	
Nationality	Thai	
Family relationship between directors	Nephew of Mr. Suradej Narula which is the Director, Executive Committee and Authorized director of the Company.	
Education	- Bachelor Degree in Finance, Boston University, U.S.A.	
Background	- Thai Institute of Directors Association (IOD) : Directors Certification Program (DCP), 2004.	
Years of Directorship in the Company	23 years.	
Current Position in Other Organizations		
● In listed companies	- Director and Executive Committee, Royal Orchid Hotel (Thailand) Public Company Limited	
● In non-listed companies	- Executive Committee, Chiang Mai River Side Plaza Hotel Company Limited	
● In other organization that may cause any conflict of interests to the Company	- Executive Committee, Chiang Mai River Side Plaza Hotel Company Limited	
Work Experience	2018 - Present Director and Executive Committee, Royal Orchid Hotel (Thailand) Public Company Limited	
	2002 - Present Director and Executive Committee, Grande Asset Hotels and Property Public Company Limited	
	2006 - Present Executive Committee, Chiang Mai River Side Plaza Hotel Company Limited.	
	2018 - 2021 Director, Thai Royal Orchid Real Estate Co., Ltd.	
	2000 - 2002 Assistant to Managing Director, Quality Inn Company Limited	
	1998 - 2000 Assistant to Managing Director, Tower Center (Thailand) Company Limited	

**Name list and profiles of Directors nominated to be elected
as directors to replace those retiring by rotation**

Number of shares held in the Company	38,438,400 shares, being equivalent to 0.41%
Meeting Attendance	5 times of total 7 times of Board of Directors Meeting.
Other	No history record on committing a criminal offence on property with dishonesty.

Scope of Duties and Responsibilities of the Audit Committee

1. To review the Company financial reporting to ensure that it is accurate and adequately disclosed;
2. To review the Company internal control system and internal audit system to ensure that they are suitable, adequate and efficient. To determine the Internal Audit Unit has independency, as well as to approve the appointment, transfer, and dismissal of the Chief of Internal Audit Unit or any other similar unit in charge of an internal audit and internal control;
3. To review the Company full compliance with the rules of law of the securities and exchange, the Stock Exchange's regulations, and other related to the business of the Company;
4. To consider, review, select, and propose an independent person to be the Company Auditor, and to propose suitable remuneration, as well as attending a meeting with an independent auditor at least once a year without Company Management;
5. To review the connected transactions, or the transactions that may lead or have potential to lead to the conflict of interests, to ensure that these transactions are in full compliance with the relevant laws, SET Rules and Regulation, and the Exchange's, are reasonable, and are for the highest benefit of the Company;
6. To prepare and disclose in the Company's annual report, an Audit Committee's Report which must be signed by the Chairman of the Audit Committee. The report must at least contain the following:
 - (a) an opinion on the accuracy, completeness, fairness, and reliability of the Company financial report,
 - (b) an opinion on the adequacy of the Company internal control system,
 - (c) an opinion on full compliance with relevant and applicable law includes SEC Law, SET Rules and Regulation, and any other laws relating to the Company business,
 - (d) an opinion on the qualification and suitability of an Independent Auditor,
 - (e) an opinion on the transactions that may lead to conflicts of interests,
 - (f) the number of the Audit Committee meetings, and the attendance record of such meetings attended by each committee member,
 - (g) an opinion or observation of the Audit Committee from the conduct of its duty and responsibility in accordance with the charter, and
 - (h) other transactions which, according to the Audit Committee opinion, should be known to the shareholders, and general public investors, subject to the scope of duties and responsibilities assigned by the Company Board of Directors;
7. To perform any other duty as assigned by the Company Board of Directors, with the consent of the audit committee.

Enclosure 5

(supporting documents for the consideration of Agenda 8)

**Grande Asset Hotels and Property Public Company Limited
Amount of Auditor's Remunerations for the years 2024-2026**

No.	Names of the Company and its Subsidiaries	Year 2026	Year 2025	Year 2024
1	Grande Asset Hotels and Property Public Company Limited	2,470,000	2,470,000	2,940,000
2	Honor Business Company Limited	480,000	480,000	600,000
3	Owendelle Company Limited	380,000	380,000	450,000
4	EV Grand Company Limited	240,000	240,000	290,000
Total		3,570,000	3,570,000	4,280,000

Profiles of Independent Director (Proxy for Shareholders)

Name Mr. Pornchai Kittipanyangam
Position Director, Independent Director,
 Risk Management Committee
 and Chairman of Audit Committee
Nationality Thai
Name 79 years
**Number of shares held in the Company, subsidiaries,
 affiliated companies or related companies (as of 17 April 2026)**



- None-

Education - Bachelor Degree in Accounting, Thammasat University.
Background and Training - Certified Public Accountant, Registration No. 2778.
 - Certified Public Accountant as approved by the Office of Securities and Exchange Commission.
 - Thai Institute of Directors Association (IOD): Directors Accreditation Program (DAP), 2004.

Work experience

2012 - Present	Independent Director, Risk Management Committee and Chairman of the Audit Committee, Grande Asset Hotels and Property Public Company Limited.
2011 - Present	Director and Treasurer, Thammasat Association under the Royal Patronage of H.M. The King.
2004 - Present	Independent Director and Chairman of the Audit Committee, Samchai Steel Industries Public Company Limited.
1972 - Present	Managing Director, Bunchikij Co., Ltd.
2005 - 2009	Qualified Committee, Faculty of Commerce and Accountancy of Thammasat University.
2005 - 2009	Chairman of Alumni Association, Faculty of Commerce and Accountancy of Thammasat University.
2006 - 2007	Senior Advisor of Constitutional Court.

Direct and indirect interest in any transaction which the Company, or its subsidiaries is a party -None-

Conflict of interest in agenda that has been proposed to the Annual General Meeting of Shareholders.

- Having interest in Agenda 6: To consider and elect new directors replacing those being retired by rotation because this director is due to retire in this year and has been nominated to be re-elected for another directorship term
- Having interest in Agenda 7: To consider and approve the remuneration of the Directors for the year 2026.
- Having no special interest which is different from other directors in all agenda proposed at the Annual General Meeting of Shareholders for the fiscal year 2026.

Profiles of Independent Director (Proxy for Shareholders)

Name Dr. Boonrux Yodpheth
Position Director, Independent Director and Audit Committee
Nationality Thai
Name 67 years
Number of shares held in the Company, subsidiaries, affiliated companies or related companies (as of 17 April 2026)



- None-

Education - PH.D. of Education, Sardar Patel University, India.
Background and Training - Master of Education (M.Ed.) in Educational Administration, Khon Kaen University.
 - Bachelor of Education (B.Ed.) in Mathematics Education, Srinakharinwirot University, Pisanulok Campus.
 - Diploma, National Defence College, The Joint State-Private Sector Course, Thailand National Defence College (TNDC), 24th Class.
 - The Civil Service Executive Development Program, Office of the Civil Service Commission, 6th Class.

Work experience

2020 - Present	Independent Director and Audit Committee, Grande Asset Hotels and Property Public Company Limited.
2019	Secretary General of Vocational Education Commission, Office of the Vocational Education Commission.
2017 - 2019	Secretary General of Basic Education Commission, Office of the Basic Education Commission.
2016 - 2017	Deputy Secretary General of Basic Education Commission, Office of the Basic Education Commission.
2015 – 2016	Assistant Secretary General of Basic Education Commission, Office of the Basic Education Commission.

Direct and indirect interest in any transaction which the Company, or its subsidiaries is a party -None-

Conflict of interest in agenda that has been proposed to the Annual General Meeting of Shareholders.

- Having interest in Agenda 6: To consider and elect new directors replacing those being retired by rotation because this director is due to retire in this year and has been nominated to be re-elected for another directorship term
- Having interest in Agenda 7: To consider and approve the remuneration of the Directors for the year 2026.
- Having no special interest which is different from other directors in all agenda proposed at the Annual General Meeting of Shareholders for the fiscal year 2026.

อาคารแสดงตมปี 20.- บาท
Duty Stamp 20.- Baht

หนังสือมอบฉันทะ
(PROXY FORM)

เขียนที่ _____
Made at

วันที่ _____
Date

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

(2) เป็นผู้ถือหุ้นของบริษัท แกรนด์ แอสเสท โฮเทลส์ แอนด์ พรอพเพอร์ตี้ จำกัด (มหาชน)

As a shareholder of Grande Asset Hotels and Property Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding a total number of _____ shares, and entitled to vote in the number of _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary shares of _____ shares, entitled to vote in the number of _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preference shares of _____ shares, entitled to vote in the number of _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 6)

Hereby grant (The shareholder may appoint an independent director of the Company to be the proxy, per details as shown in the Enclosure 6)

(1) _____ อายุ _____ ปี
age years

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code Postal Code or

(2) _____ อายุ _____ ปี
age years

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code Postal Code or

(3) _____ อายุ _____ ปี
age years

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
District Province Postal Code Postal Code or

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นของบริษัทประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 12.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

only anyone person as my(our) proxy to attend and vote on my(our) behalf at the Annual General Meeting of Shareholders for the year 2026, to be held on Thursday, 30 April 2026, at 12.00 hrs., via electronic meeting (E-Meeting), or at any adjournment thereof to any other date, time and venue.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่า ข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ _____ ผู้มอบฉันทะ
Signed (_____) Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.

หนังสือมอบฉันทะ แบบ ข.
Proxy Form B.

สำหรับบุคคลธรรมดาและนิติบุคคล
For individual and juristic persons

- ขอให้ผู้ถือหุ้นพิจารณาเอกสาร/หลักฐานเพื่อแสดงสิทธิในการเข้าร่วมประชุม
สามัญผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์ (E-MEETING) “สิ่งที่ส่งมาด้วย 9”
และข้อปฏิบัติสำหรับการเข้าร่วมประชุมสามัญผู้ถือหุ้นผ่านสื่ออิเล็กทรอนิกส์
(E-MEETING) “สิ่งที่ส่งมาด้วย 10” ก่อนการมอบฉันทะ
Shareholders are required to consider the required documents or evidence to
identify the right to attend the Annual General Meeting of Shareholders via
Electronic Meeting (E-MEETING) “Enclosure 9” and the Guidelines for attending
the Annual General Meeting of Shareholders via Electronic Meeting (E-MEETING)
“Enclosure 10” before the appointment of proxies.
- กรุณาลงนามมอบฉันทะในหน้า 5 และหน้า 6
Please sign your name to appoint a proxy on page 5 and page 6.
- กรุณาแนบเอกสารที่ต้องใช้ประกอบการมอบฉันทะ ตามรายละเอียดที่ระบุ
ไว้ใน “สิ่งที่ส่งมาด้วย 9”
Please attach the documents required in support of the appointment of a proxy,
which is detailed in “Enclosure 9”
- กรุณาส่งเอกสารการมอบฉันทะนี้ทั้งชุดกลับคืนบริษัท
Please return the whole set of this proxy form documents to the Company.
- ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทได้ โดยดูข้อมูลกรรมการ
อิสระที่เป็นผู้รับมอบฉันทะใน “สิ่งที่ส่งมาด้วย 6”
Shareholders could appoint the Company’s Independent Directors as the Proxy.
Please see the details of “Proxy” in the “Enclosure 6”

หนังสือมอบฉันทะ
(PROXY FORM)

เขียนที่ _____
Made at

วันที่ _____
Date

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

(2) เป็นผู้ถือหุ้นของบริษัท แกรนด์ แอสเสท โฮเทลส์ แอนด์ พรอพเพอร์ตี้ จำกัด (มหาชน)

As a shareholder of Grande Asset Hotels and Property Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding a total number of shares, and entitled to vote in the number of votes as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary shares of shares, entitled to vote in the number of votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preference shares of shares, entitled to vote in the number of votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ โดยมีรายละเอียดตามสิ่งที่ส่งมาด้วย 6)

Hereby grant (The shareholder may appoint an independent director of the Company to be the proxy, per details as shown in the Enclosure 6)

(1) _____ อายุ _____ ปี
age years

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
District Province Postal Code

หรือ นายพรชัย กิตติปัญญางาม กรรมการอิสระและประธานกรรมการตรวจสอบ อายุ 79 ปี
or Mr. Pornchai Kittipanyangam Independent Director and Chairman of Audit Committee age 79 years

อยู่บ้านเลขที่ 121/109 ถนนพญาไท แขวงถนนเพชรบุรี เขตราชเทวี กรุงเทพมหานคร
Residing at No. 121/109 Payathai Road, Tanon-Petchaburi Sub-district, Rachthewee District, Bangkok Metropolis.

หรือ ดร.บุญรักษ์ ยอดเพชร กรรมการอิสระและกรรมการตรวจสอบ อายุ 67 ปี
or Dr. Boonrux Yodpheth Independent Director and Audit Committee age 67 years

อยู่บ้านเลขที่ 49/49 หมู่ที่ 1 ตำบลพลายชุมพล อำเภอเมืองพิษณุโลก จังหวัดพิษณุโลก
Residing at No. 49/49 Moo 1, Pleychumpol Sub-district, Muang-Pisanulok District, Pisanulok Province.

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น
ของบริษัทประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 12.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) หรือที่จะพึงเลื่อนไป
ในวัน เวลา และสถานที่อื่นด้วย

only anyone person as my(our) proxy to attend and vote on my(our) behalf at the Annual General Meeting of Shareholders for the year 2026,
to be held on Thursday, 30 April 2026, at 12.00 hrs., via electronic meeting (E-Meeting), or at any adjournment thereof to any other date, time and
venue.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I(we) hereby grant my(our) proxy to vote at this Meeting as follows:

วาระที่ 1 เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ

Agenda 1 To acknowledge the matters to be notified by the Chairman of the Board.

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this agenda is for information to shareholders, there will be no voting.

วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นของบริษัทประจำปี 2568

Agenda 2 To consider and adopt the Minutes of the Annual General Meeting of Shareholders of the Company for the year 2025.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทในรอบปี 2568

Agenda 3 To consider and acknowledge the report on the Company's performance results for the year 2025.

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this agenda is for information to shareholders, there will be no voting.

วาระที่ 4 พิจารณานุมัติงบประมาณการเงิน ณ วันที่ 31 ธันวาคม 2568 งบกำไรขาดทุนเบ็ดเสร็จ

งบการเปลี่ยนแปลงส่วนของผู้ถือหุ้น และงบกระแสเงินสดสำหรับปีสิ้นสุดวันเดียวกัน

Agenda 4 To consider and approve the statements of financial position as at 31 December 2025, the statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 5 พิจารณารับทราบการงดจ่ายเงินปันผลประจำปี 2568

Agenda 5 To consider and acknowledge the non-payment of dividends for the year 2025.

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this agenda is for information to shareholders, there will be no voting.

วาระที่ 6 พิจารณาเลือกตั้งกรรมการใหม่แทนกรรมการที่ออกจากตำแหน่งตามกำหนดวาระ

Agenda 6 To consider and elect new directors replacing those retiring by rotation.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

การแต่งตั้งกรรมการทั้งหมด

Appointment of all directors.

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of each director.

(1) ชื่อกรรมการ : นายพรชัย กิตติปัญญางาม

Director's Name : Mr. Pornchai Kittipanyangam

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(2) ชื่อกรรมการ : ดร.บุญรักษ์ ยอดเพชร

Director's Name : Dr. Boonrux Yodpheth

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(3) ชื่อกรรมการ : นายอมรินทร์ นฤหล้า

Director's Name : Mr. Amarin Narula

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

กำหนดให้คณะกรรมการของบริษัทประกอบด้วยกรรมการจำนวน 8 คน

Fixing of the members of the Board of Directors of the Company shall comprise 8 members.

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณากำหนดเงินค่าตอบแทนกรรมการประจำปี 2569

Agenda 7 To consider and approve the remuneration of the Directors for the year 2026.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีประจำปี 2569

Agenda 8 To consider and appoint the auditors and to fix the auditor's remunerations for the year 2026.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทข้อ 34. (อำนาจกรรมการ)

Agenda 9 To consider and approve the amendment of Article 34. (Power of Director) of the Articles of Association of the Company.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 10 พิจารณานุมัติการแก้ไขเพิ่มเติมอำนาจกรรมการของบริษัท

Agenda 10 To consider and approve the amendment of the authorized directors of the Company.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 11 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 11 To consider any other business (if any).

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) My(our) proxy shall vote in accordance with my(our) intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The vote of the proxy in any agenda which does not follow those specified in this proxy form, it shall be deemed that such vote is incorrect and it does not vote on my(our) behalf as the shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I(we) do not specify or not clearly specify my(our) intention to vote in any agenda or in case the Meeting considers or votes in the matters other than the matters specified above, including there is the amendment or addition to any facts, the proxy can consider and vote on behalf of me(us) in all respects as he/she may think fit.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy at such meeting, except in case the proxy does not vote as I(we) specified in this proxy, shall be deemed as my(our) own act(s) in every respect.

ลงชื่อ _____ ผู้มอบฉันทะ
Signed (_____) Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
A shareholder shall grant only one proxy to attend and vote on his/her behalf at the meeting, and cannot divide his/her shares for several proxies to vote separately.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In agenda for election of director(s) can vote to elect all directors or each director.
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are more agendas for consideration at the meeting than the agendas specified above, the grantor of the proxy could additionally specify in the Annex to the Proxy Form B as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Annex to the Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท แกรนด์ แอสเสท โฮเทลส์ แอนด์ พรอพเพอร์ตี้ จำกัด (มหาชน)
Grant of proxy as a shareholder of Grande Asset Hotels and Property Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นของบริษัทประจำปี 2569 ในวันพฤหัสบดีที่ 30 เมษายน 2569 เวลา 12.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders for the year 2026, to be held on Thursday, 30 April 2026, at 12.00 hrs., via electronic meeting (E-Meeting), or at any adjournment thereof to any other date, time and venue.

วาระที่ _____ เรื่อง _____

- Agenda Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain

วาระที่ _____ เรื่อง _____

- Agenda Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain

วาระที่ _____ เรื่อง _____

- Agenda Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) My(our) proxy can consider and vote on behalf of me(us) as he/she may think fit in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) My(our) proxy shall vote in accordance with my(our) intention as follows:
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain

วาระที่ 6 เรื่อง เลือกตั้งกรรมการ (ต่อ)
Agenda 6 Subject Election of directors (continue).

- ชื่อกรรมการ (Director's Name): _____
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain
- ชื่อกรรมการ (Director's Name): _____
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain
- ชื่อกรรมการ (Director's Name): _____
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain
- ชื่อกรรมการ (Director's Name): _____
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain
- ชื่อกรรมการ (Director's Name): _____
- เห็นด้วย\Approve ไม่เห็นด้วย\Disapprove งดออกเสียง\Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, completed and true in all respects.

ลงชื่อ _____ ผู้มอบฉันทะ
Signed (_____) Grantor

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signed (_____) Proxy

Articles of Association related to the Annual General Meeting of Shareholders

1. Calling of the Shareholders Meeting

Article 37. The Board of Directors shall convene an annual general meeting of shareholders within four months from the last day of the accounting period of the Company.

All other shareholders meetings of a nature apart from the above mentioned shall be called extraordinary general meetings. The Board of Directors may summon an extraordinary general meeting whenever they deem appropriate.

The meeting of shareholders may be held via electronic media as stipulated by the law on the meetings via electronic media.

A shareholder or many shareholders holding aggregate shares amounting to not less than 10% of the total amount of shares issued, may at any time make a request in writing to the Board of Directors to summon an extraordinary general meeting by clearly specifying therein the agenda and reason to purpose for such request. In this case, the Board of Directors shall summon the shareholders' meeting within forty-five days from the date the shareholders' request is received.

In case the Board of Directors does not hold the meeting within the period as prescribed in the fourth paragraph, the shareholders who subscribe their names or other shareholders holding the number of shares as required may summon the meeting by themselves within forty-five days from the completed period as prescribed in the fourth paragraph, In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors, whereby the Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of any shareholders' meeting called by the shareholders as prescribed in the fifth paragraph is not formed according to Article 39, the shareholders as prescribed in the fifth paragraph shall be collectively responsible to the Company for expenses arising from such meeting.

Article 38. In summoning a shareholders meeting, the Board of Directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting; as well as adequate details that clearly indicate whether such matters are proposed for acknowledgement, approval or consideration, as the case may be; and the Board of Directors' opinions on such matters. The notice shall be sent to the shareholders and the Share Registrar not less than seven days prior to the date of the meeting and published in a newspaper for three (3) consecutive days, not less than three (3) days prior to the date of the meeting.

The publication of notice of the meeting in a newspaper as prescribed in the first paragraph may be published via electronic media instead according to the criteria as specified by the Registrar.

Shareholders meetings shall be held at the head office, or a neighboring province to where the head office is situated, or any other place as the Board of Directors deems appropriate.

In case that the meeting carried out via electronic media under the third paragraph of Article 37, it shall be deemed that the head office of the Company is the venue of such meetings.

2. The Quorum

Article 39. At a shareholders meeting, there shall be not less than twenty-five (25) shareholders and proxies (if any) or not less than half the total number of shareholders holding altogether not less than one-third (1/3) of the total shares sold attending the meeting in order to constitute a quorum.

At any shareholders meeting, in the event the number of shareholders attending the meeting does not constitute a quorum within one hour after the appointed time, the meeting shall be cancelled if it was summoned at the request of shareholders. If the meeting was not summoned at the request of shareholders, another meeting shall be summoned and a notice summoning the meeting shall be sent to the shareholders not less than seven (7) days before the meeting. At such subsequent meeting, no quorum shall be necessary.

Any shares held by the Company will not be counted in determining a quorum.

Article 40. At a shareholders meeting, the Chairman of the Board of Directors shall be the Chairman of the meeting. In the event there is no Chairman of the Board of Directors, or there is but he is not present or is unable to perform his duty, if there is a Vice-Chairman, the Vice-Chairman shall act as Chairman of the meeting. If there is no Vice-Chairman, or there is but he is unable to perform his duty, the meeting may elect one shareholder present at the meeting to be the Chairman of the meeting.

Article 41. At a shareholders meeting, a shareholder may appoint a proxy who has reached maturity to attend the meeting to vote on his behalf. The instrument appointing a proxy shall specify the date and be signed by the shareholder granting the proxy in accordance with the form specified by the Share Registrar.

The instrument appointing a proxy shall be submitted to the Chairman or the person designated by the Chairman at the place of the meeting before the proxy holder attends the meeting.

An appointment of a proxy in the first paragraph may be carried out via electronic method. Such method is required to provide the safety and reliable that such appointment has been duly made by a shareholder according to the criteria as specified by the Registrar

3. Agenda of the Meeting.

Article 43. The following matters shall be transacted at annual general meeting:

- (1) Reviewing the report of the Board of Directors covering work done during the previous period;
- (2) Considering the balance sheet and the profit and loss account of the preceding fiscal year;
- (3) Considering the appropriation of profits;
- (4) Election of new directors in place of those who must retire on the expiration of their terms;
- (5) Appointment of the auditor and fixing the auditor's remuneration;
- (6) Other business.

4. Voting

Article 42. A resolution passed by a shareholders meeting shall require the following number of votes:

- (1) In normal cases, a resolution shall be adopted by a majority vote of shareholders present and voting at the meeting. In the case of a tied vote, the Chairman of the meeting shall have a casting vote.
- (2) In the following cases, a resolution shall be adopted by a vote of not less than three-fourths (3/4) of the total votes of shareholders present and entitled to vote:
 - (a) Sale or transfer, in whole or in essential part, of the business of the Company to other persons;
 - (b) Purchase or acceptance of transfer of business of another company or private company;
 - (c) The execution, amendment, or termination of contracts relating to leasing out of the business of the Company, in whole or in essential part; the entrusting of another person to manage the business affairs of the Company; or the amalgamation of the business with other persons for the purpose of profit and loss sharing;
 - (d) Amendment to the Memorandum of Association and the Articles of Association of the Company;
 - (e) Any capital increase or reduction;
 - (f) The issuance of preference shares, debentures, secured debentures, convertible debentures, warrants or other securities that the Company may issue in accordance with the law;
 - (g) The dissolution of the Company; and
 - (h) The amalgamation of the Company with other companies.

5. Remuneration of Directors and Retired Directors by rotation.

Article 19. The Board of Directors shall comprise of not less than five (5) directors and not more than thirteen (13) directors, and not less than half of the total number of directors must have residence in the Kingdom and possess the qualifications required by law.

Article 20. The shareholders meeting shall elect directors in accordance with the following rules and procedures:

- (1) Each shareholder shall be entitled to the number of votes equivalent to the number of shares held by him.
- (2) Each shareholder may exercise all the votes he has under (1) to appoint one or several persons as directors, but he may not divide his votes for any such persons to any extent.
- (3) The persons who received the most votes shall be appointed directors, depending on the requirement of directors set at such time. In the event that a number of persons receives an equal number of votes for the last directorship, rendering more than the number of directors required at such time, the Chairman shall have a casting vote.

Article 21. At every annual general meeting, one-third of the directors shall retire from office. If the number of directors is not a multiple of three, then the number nearest to one-third must retire from office.

The directors who are to retire during the first and second year following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall retire. A retiring director is eligible for re-election.

Article 35. The directors shall be entitled to remuneration comprising a monthly salary, reward, meeting allowance, pension, bonus or other compensation according to the Articles of Association of the Company or the resolution of a shareholders meeting. Such remuneration may be determined as a fixed sum or formula, and to be determined from time to time, or to have continuous effect unless amended. The directors may receive allowance and benefits in accordance with the Company's regulations.

The above paragraph shall not affect the right of the employees to receive compensation where such employees are appointed as directors of the Company.

6. Allocation of the Profit and Payment of Dividend.

Article 47. The Company is prohibited from paying dividends out of other funds except profits. In case that the Company continues to record accumulated losses, the Company shall not pay any dividend.

Dividend payment is to be divided equally by the number of shares.

The Board of Directors may pay an interim dividend to shareholders from time to time if it sees that the Company has sufficient profits to do so, and shall inform the shareholders of such at the next meeting.

Dividends shall be paid within one (1) month after the date the resolution was passed by the shareholders meeting or by the Board of Directors meeting, as the case may be. A written notice thereof shall also be sent to the shareholders and the publication of the notice of the payment of dividend shall be made in a newspaper.

Article 48. The Company shall appropriate a reserve fund, from the annual net profit, at least five (5) percent of the annual net profit less the total accumulated loss carried forward (if any) until the reserve fund reaches not less than ten (10) percent of the registered capital. Further to such reserve fund, the Board of Directors may propose the shareholders meeting to approve the appropriation of another reserve fund to be used for other purposes as the Board of Directors deems appropriate for the operation of the company.

**The required documents or evidence to identify the right to attend
the Annual General Meeting of Shareholders for the year 2026
via Electronic Meeting (E-MEETING)**

1. In case the shareholder is a natural person

- 1.1 In case of the shareholder attends the meeting by yourself, you are required to present the certified true copy of valid document or evidence issued by governmental authorities with showing the picture of shareholder, e.g., the identification card, government officer identification card, driver license or passport. And if there is the change of given name-surname, the evidence of such change to be certified true copy is also required.
- 1.2 In case of granting of proxy, the following documents are required to present:
 - 1.2.1 A proxy form as attached to the notice of the meeting (any one out of the forms as attached) which is completely filled out and signed by the shareholder and proxy.
 - 1.2.2 Certified true copy of the document or evidence identified to the shareholder and issued by governmental authorities as per the detail specified in item 1.1 above.
 - 1.2.3 Certified true copy of the document or evidence identified to the proxy and issued by governmental authorities as per the detail specified in item 1.1 above.

2. In case the shareholder is a juristic person

- 2.1 In case of a representative of juristic person of the shareholder attends the meeting by himself/herself, the following documents are required to present:
 - 2.1.1 Certified true copy of the valid document or evidence identified to the representative of juristic person and issued by governmental authorities with showing the picture of such representative as per the detail specified in item 1.1 above.
 - 2.1.2 Copy of the certificate of juristic person no longer than 6 months which is certified true copy by its representative and affixing its seal (if any), whereby such certificate is required to show that its representative who attends the meeting is the authorized person of such juristic person.
- 2.2 In case of granting of proxy, the following documents are required to present:
 - 2.2.1 A proxy form as attached to the notice of the meeting (any one out of the forms as attached) which is completely filled out and signed by the representative of juristic person with affixing its seal (if any) and proxy.
 - 2.2.2 Copy of the certificate of juristic person no longer than 6 months which is certified true copy by its representative and affixing its seal (if any), whereby such certificate is required to show that the representative who signs in the proxy form as the item 2.2.1 is the authorized person of such juristic person.

2.2.3 Certified true copy of the valid document or evidence identified to the representative of juristic person and issued by governmental authorities with showing the picture of such representative as per the detail specified in item 1.1 above.

2.2.4 Certified true copy of the document or evidence identified to the proxy and issued by governmental authorities as per the detail specified in item 1.1 above.

In case of the shareholder is a juristic person registered outside Thailand, it is required to present the documents in items 2.1 and 2.2 as the case may be. And if the copies of such documents are prepared outside Thailand, they are also required to be notarized by a Notary Public. However, if the original documents are not prepared in English, they are required to attach their English translation with certification by the representative of such juristic person.

3. In case the shareholder is a foreign investor and appointing a custodian in Thailand to safe keep and take care of its securities

3.1 It is required to prepare and present the documents in the same manner as the juristic person.

3.2 In case of the shareholder who is a foreign investor and appoint the custodian to sign the proxy form on its behalf, the following additional documents are required to present:

3.2.1 The power of attorney of the foreign shareholder authorizing the custodian to sign the proxy form on its behalf.

3.2.2 The letter confirms that such custodian signing the proxy form has the permission to engage in the custodian business.

4. Guideline for preparation of proxy

Any shareholder who cannot present at the E-MEETING, may appoint the Company's Independent Director and Audit Committee to be the proxy, whose names and details as shown in **Enclosure 6**, so as to attend the meeting and vote on your behalf, whereby such shareholder is required to proceed as follows:

4.1 To select only one of the proxy forms as prepared by the Company in **Enclosure 7** and please fill out the box in front of the name of the person you wish to appoint as your proxy to attend the meeting and vote on your behalf.

4.2 To affix the stamp duty in an amount of 20 Baht on the proxy form in order to comply by the law.

4.3 To deliver the completed proxy form with the supporting documents showing the identification of shareholder or representative of shareholder who is entitled to attend the meeting in accordance with the items 1-3 above as the case may be to the Company **on or before 29 April 2026** via the following channels:

- 4.3.1 By e-mail : onanong.k@grandeasset.com; and
- 4.3.2 To deliver the **original** proxy form and supporting documents to the Company by referring to:

**“Miss Onanong Kluayvises
Grande Asset Hotels and Property Public Company Limited
No. 388 Exchange Tower, 32nd Floor, Unit 3203-4,
Sukhumvit Road, Klongtoey Sub-district, Klongtoey District,
Bangkok Metropolis 10110”.**

So that the officer of the Company can check the correction and completion of the documentation in time before the meeting. However, the shareholder cannot divide the shares to several proxies in order to vote by each himself/herself. And the shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by him/her, whereby the shareholder cannot authorize the proxy to cast the votes less than the total number of shares held by him/her except for the proxy is the custodian appointed by foreign shareholder to safe keep and take care of its securities in accordance with the proxy form C.

In case of the shareholder who could not attend to the meeting via the Electronic Meeting (E-MEETING) by himself/herself and wishes to appoint other person to be the proxy, please proceed in accordance with the Guidelines for attending the Annual General Meeting of Shareholders for the year 2026 via the Electronic Meeting (E-MEETING) as the details **in Enclosure 10**.

5. Attending the Meeting

The system for attending the Annual General Meeting of Shareholders for the year 2026 will be opened on 30 April 2026, at 11.00 hrs., and the Electronic Meeting (E-MEETING) will be broadcasted in the same day from 12.00 hrs., onward.

6. Voting Procedures

- 6.1 The chairman of the meeting will assign the secretary of the meeting to cast the votes for each agenda.
- 6.2 The shareholder has the right to vote according to the number of shares held by him/her, whereby the shareholder is entitled to cast his/her votes in each agenda to either approve, disapprove or abstain from voting.
- 6.3 The shareholder who wishes to cast his/her votes as disapproval or abstention is required to mark in a box as disapproval or abstention, for counting the vote by the system.
- 6.4 Any shareholder who does not cast his/her votes by marking into the box, the Company will assume that such shareholder cast his/her votes to approve the agenda as proposed by the Board of Directors.

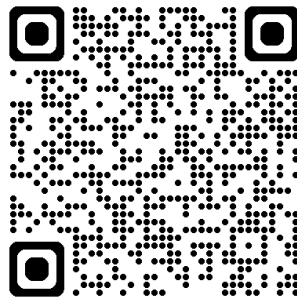
7. Vote Counting Procedures

- 7.1 One share shall be counted as one vote, whereby a resolution will require a majority vote at the meeting, except as stated otherwise by law.
- 7.2 To count votes of each agenda, the Company will deduct the total votes casted in disapproval or abstentions, from the total votes of the shareholders attending at the meeting and being entitled to vote. The result shall be taken as the votes in approval. As for the Shareholders who have entrusted their proxies to other persons to attend the meeting and cast their votes in accordance with their wishes, the result thereof shall be the votes including the votes in accordance with the wishes of the principals.
- 7.3 The notification of voting results for each agenda, the chairman of the meeting will assign the secretary of the meeting to summarize the result of the votes counting in each agenda to the meeting for acknowledgement that each agenda being unanimously approved or approved by majority votes by how many votes, as well as the numbers of disapproved votes and abstained votes.

**Guidelines for attending the Annual General Meeting of Shareholders
for the year 2026 via Electronic Meeting (E-MEETING)**

Grande Asset Hotels and Property Public Company Limited (the “Company”) hereby notifies the guidelines for attending the Meeting of Shareholders via Electronic Meeting (E-MEETING) as follows:

1. The shareholders or proxies who wish to attend the E-MEETING must notify their wishes by submission of the documents to identify the right to attend the E-MEETING via the Pre-Registration System by entering into the Link: <https://grand.foqus.vc/registration/> or scan this QR Code.



**The system will be available to access from 22 April 2026 at 8.00 hrs.
to 29 April 2026 at 17.00 hrs.**

2. After logging into the system, the shareholders or proxies must fill out the following information. Such information shall be in line with the information of shareholders as at the date to determine the list of shareholders who has the right to attend the Annual General Meeting of Shareholders for the year 2026 (Record Date) of the Thailand Securities Depository Co., Ltd.:
 - Registration Number of Securities Holder
 - Identification Card Number/Passport Number/ Registration Number for juristic person
 - E-mail address for receiving the Web Link, Username and Password for attending the E-Meeting
 - Mobile Phone Number
 - Attachment of the following documents to identify the right to attend the Annual General Meeting of Shareholders via Electronic Meeting (E-MEETING) as the case be:

Attending in person	Proxy to other person who is not the Company’s Independent Director
Copies of the documents as the details in Enclosure 9 , <u>whereby the original documents are required to send to the Company by post at the address as specified in item 4.3.2 of Enclosure 9.</u>	Proxy form and supporting documents as the details in Enclosure 9 <u>whereby the original documents are required to send to the Company by post at the address as specified in item 4.3.2 of Enclosure 9.</u>

3. When the Company receives the documents according to item 2 from shareholders or proxies, the Company will check the documents for confirmation of the right to attend the meeting. And when it is completed, the shareholders or proxies will receive an e-mail to notify the following information:
 - Username and Password
 - WebLink for attending the system of E-MEETING
 - Manual for using the system of E-MEETING

In case the above documents of shareholders or proxies have been rejected, you will receive an e-mail to notify on the reason of rejection, which you can resubmit the additional documents or amended documents to the system.

4. In case the shareholders or proxies encounter any problem on the Pre-Registration System, you can contact with the staff of Quidlab at the telephone nos. 080-008-7616 and 02-013-4322 or by e-mail : info@quidlab.com between the office hours from 9.00 hrs. to 17.00 hrs., (except for Saturday-Sunday and Public Holiday).
5. Please keep your username and password as confidential without disclose to other persons. And in case your username and password are lost or did not receive within 29 April 2026, please contact the staff of Quidlab in item 4 immediately.
6. Please study the details of manual for using the system of E-MEETING that will be sent to you by the staff of Quidlab through your e-mail. The system will allow you to register for attending the meeting one hour before the start of the meeting. However, the live broadcasting of the meeting will only start at 12:00 hrs.
7. For the voting procedures during the E-MEETING, the shareholders or proxies can cast your votes in each agenda to either approve, disapprove or abstain from voting. In case the shareholders or proxies do not cast your votes for any agenda, the system will count your vote as “approve” automatically.
8. In case the shareholders or proxies encounter any technical problem while using the system of E-MEETING before the meeting or during the meeting, please contact the Quidlab who is the system provider of the E-MEETING of the Company. The channel for contacting to the Quidlab will be found in the e-mail that sent username and password to you.