

March 26th, 2026

- Subject:** Invitation to the Annual General Shareholders' Meeting Year 2026 via Hybrid Meeting (On-site and E-AGM)
- Attention:** Shareholders of the Company
- Attachment**
1. A copy of Minutes of the 2025 Annual General Meeting of Shareholders (For Agenda 1)
 2. Annual report year 2025 (Form 56-1 One Report) and documents regarding the General Meeting of Shareholders, Procedures for QR Code Download
 3. Profile of directors nominated for reappointment as directors (For Agenda 6)
 4. Profiles of the proposed auditors for the year 2026 (For Agenda 8)
 5. Guidelines and Practice for attending the 2026 Annual General Meeting of Shareholders in hybrid meeting, voting, vote counting and the granting of Proxy
 6. Definition of Independent director
 7. Profiles of independent directors who designated as Proxy of Shareholders
 8. Articles of Association relevant to the meeting
 9. Proxy Form (Form A B and C)
 10. Form for the enquiry submission prior to the 2026 Annual General Meeting of Shareholders
 11. User Manual-e-Shareholder-Meeting (E-AGM)
 12. Acceptance for the invitation of online meeting (E-AGM)
 13. Privacy notice for the shareholder's meeting under the personal data protection
 14. Map of the meeting venue

The Board of Directors of Ornsirin Holding Public Company Limited had resolved to convene the 2026 Annual General Meeting of Shareholders on Friday, 24 April 2026, at 14:00 hrs. in the form of a Hybrid Meeting (Physical Meeting) at The Main Conference Room of the Ornsirin Headquarters, located at 79 Moo 8, San Pu Loei Subdistrict, Doi Saket District, Chiang Mai Province 50220 and via E-AGM in compliance with the relevant criteria set out in the law relating to the normal meeting and meeting through electronic media.

12.00 P.M. Registration begins

02.00 P.M. Meeting starts

For the determination of the agenda for the 2026 Annual General Meeting of Shareholders, the company announced on its website an invitation for shareholders to propose meeting agenda items and nominate individuals for consideration as company directors in advance, from September 16, 2025, to January 31, 2026. However, after the deadline, no shareholders had proposed additional agenda items or nominated any individuals for consideration as company directors. Therefore, the meeting agenda is announced in accordance with the resolution of the Board of Directors as follows:

Agenda No. 1 To acknowledge the minutes of the Annual General Meeting of Shareholders 2025 held on 24 April 2025.

Objectives & Rationale: the 2025 Annual General Meeting of Shareholders was held on Thursday, 24 April 2025. The copy of the minutes has been sent to the shareholders in with the notice of this meeting as per Attachment 1.

Opinion of the Board: The Board has recommended that the minutes of the 2025 Annual General Meeting of Shareholders are to be adopted.

Vote required: This agenda item is for acknowledgement and no casting of vote.

Agenda No. 2 To acknowledge the Company’s performance for the year 2025

Objectives & Rationale: The summary of the 2025 Company’s business operations shown in the form 56-1 One Report / the 2025 Annual Report. Shareholders can download the form 56-1 One Report / the 2025 Annual Report via the Notification of Meeting, *as shown in Attachment 2*.

Opinion of the Board: The Board has deemed appropriate to propose the 2025 Company’s business operations to present to the Annual General Meeting of Shareholders for acknowledgement.

Vote required: This agenda item is for acknowledgement and no casting of vote.

Agenda No. 3 To consider and approve the audited financial statements for the year ended 31st December 2025

Objectives & Rationale: The Company’s financial statements for the year ended December 31, 2025 was reviewed by the Company’s Audit Committee and audited by the Company’s auditor. Based on the auditor’s opinion, the consolidated financial statements of the Company and its subsidiaries was presented fairly in all material respects and in accordance with Thai Financial Reporting Standards, the details of which are attached in the Company’s Annual Registration Statement (Form 56-1 One Report) as follows:

Summary of Consolidated Financial Statements

Unit: Million Baht

Detail	2024	2025
Total Assets	4,818.41	5,932.48
Total Liabilities	2,362.37	3,280.62
Total Equities	2,456.04	2,651.86
Total Revenue	1,366.02	2,117.56
Net Profit	140.56	226.28

Opinion of the Board: It was appropriate to propose the Meeting for an approval of the Financial Statements for the year ended December 31, 2025. Which was audited and certified by the external auditor, DIA International Audit Co., Ltd., as well as reviewed by the Audit Committee.

Vote required: This agenda shall be approved by the Meeting of shareholders by the majority votes of the shareholders attending and casting their votes at the Meeting.

Agenda No. 4 To consider the allocation of profit for the year 2025

Objectives & Rationale: Under Section 116 of the Public Limited Companies Act B.E. 2535 and Article 40 of the Company’s Article of Association. the Company shall have to allocate not less than 5 percent of the annual net profits as reserved funds, less the accumulated losses brought forward (if any), until the reserved fund reaches the amount not less than 10 percent of the registered capital.

Opinion of the Board: The Meeting should approve the appropriation of annual net profit as legal reserves Allocation of the net profit from 2025 operating results in the amount of 2,596,200 Baht (Two million five hundred ninety-six thousand two hundred Baht) , which is not less than five percent (5%) of the annual net profit. (Separate financial statements)

Vote required: Pursuant to the law, this matter requires affirmative resolution with a majority vote of the voting rights of shareholders who attend and have the right to vote in the meeting.

Agenda No. 5 To consider and approve the dividend payment for the year 2025

Objectives & Rationale:

The Company has the policy of paying dividends of not less than 40% of the net profit, according to the specific Financial Statements, after deducting the statutory reserve fund and other reserve funds. Furthermore, the payment of dividends shall depend on the Company’s cash flow status. If there are no other necessary circumstances and the dividend payment shall not materially affect the Company’s business operations. However, the Company may declare a dividend payment lower than the rate specified above by considering the Company’s business operations, financial status, as well as other factors that may affect the Company’s business management in the future. And the payment of dividends will not have a significant impact on the normal operations of the company. The resolution of the company's board of directors approving the payment of dividends must be presented to the shareholders' meeting for approval. However, the board of directors has the authority in considering paying interim dividends if it is considered.

The Company has considered and proposed an annual dividend payment for the fiscal year 2025 from net profit to shareholders. The distribution will be made in the form of a cash dividend at a rate of THB 0.02 per share, totaling THB 30,000,000 (Thirty Million Baht Only). This represents a dividend payout ratio of 60.82% of the annual net profit after the deduction of legal reserves, based on the Separate Financial Statements. This distribution is in full compliance with the Company’s dividend policy, which stipulates a payout of no less than 40% of the annual net profit after legal reserve requirements.

The dividend will pay to shareholder whose name were shown on the record date of May 6, 2026. The dividend payment date is May 22, 2026.

Individual shareholders can request a dividend tax credit according to the criteria specified in the Revenue Code, Section 47 bis, with a total dividend of 0.02 baht per share paid from the net profits of a business that is subject to corporate income tax at the rate of 20 (twenty) percent. Those who receive dividends can deduct income tax credit at the rate of 20/80 of the dividends received.

The past balance sheets, profit and loss statements record is as below:

Details of Dividend Payment	2024	2025 (proposed)
1. Net Profit (Million Baht)	15.46	51.92
2. Earnings Per Share (Baht)	0.0103 ¹	0.0346 ¹
3. Net profit after a legal reserve. (Million Baht)	14.69	49.32
4. Number of dividends paid (Million Baht)	30.00	30.00
5. Dividend Per Share (Baht: Share)		

Details of Dividend Payment	2024	2025 (proposed)
5.1 Interim Dividend	-	-
5.2 Dividend for the Second-Half- Year	0.0200 ¹	0.0200 ¹
Total Dividend Payment (Baht: Share)	0.0200	0.0200
6. Dividend payout ratio (%) ²	204.26%	57.78%

Remark: ¹ The rate per share is determined by the number of issued and paid-up shares. 1,500,000,000 shares.

² The dividend payout ratio is calculated by dividing the annual dividend payment by the net profit after deducting all statutory reserves, based on the company's separate financial statements.

Opinion of the Board: The Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the dividend payment for the year 2025 in cash at the rate of Baht 0.02 per share, totaling Baht 30,000,000. The dividend will be paid to shareholders whose names appear in the share register on the Record Date for the right to receive the dividend on 6 May 2026, with the dividend payment scheduled for 22 May 2026.

Vote required: Pursuant to the law, this matter requires affirmative resolution with a majority vote of the voting rights of shareholders who attend and have the right to vote in the meeting.

Agenda No. 6 To consider and approve the re-election of directors in replacement of the directors whose terms will be retired by rotation for the year 2026

Objectives & Rationale:

According to Section of 71 Public Limited Companies Act B.E. 2535 and Article 19 of the Company's Articles of Association, on each Annual General Meeting of shareholders, one-third (nearest to one-third) of the directors who served the Company longest must be retired by rotation; however, the retired directors may be re-elected. In this year, the name lists of the 2 directors who retired by rotation are as follows:

- (1) Mr. Pongpanu Svetarundra Independent Director / Chairman of the Board of Directors / Audit Committee
- (2) Mr. Vichien Chavalit Independent Director / Audit Committee / Chairman of the Risk and Sustainability Committee / Chairman of the Nomination, Remuneration and Corporate Governance Committee

For nominating of directors, the Company made an announcement among minor shareholders to nominate some qualified candidates for the positions of the Company's directors via the Stock Exchange of Thailand's media channel as well as on the Company's website(www.ornsirin.com) from September 16, 2025, to January 31, 2026. Furthermore, the list of candidates proposed by the shareholders has been considered but found none was proposed. In selecting and nominating the candidates, the Nomination and Compensation Committee has carefully considered the qualified candidates based on their competencies, experiences, good working records, leadership, vision, virtue, ethics, good attitude to the Company as well as their dedication and availability sufficiently beneficial to the Company's operation.

In addition, consideration was given to the qualifications of the nominees in relation to the composition and structure of the Board of Directors in accordance with the Company's business strategy. The nominated persons have been carefully and prudently screened by the Nomination, Remuneration and Corporate

Governance Committee. The Committee has considered and concluded that the above-mentioned persons possess the appropriate qualifications and experience relevant to the Company's business operations. Therefore, it is deemed appropriate to propose the re-election of Mr. Pongpanu Svetarundra and Mr. Vichien Chavalit, who are due to retire by rotation, to serve as directors for another term. (*Biographies of the 2 candidates are attached herewith in Attachment 3*)

Opinion of The Nomination, Remuneration and Corporate Governance Committee : The Nomination Committee has conducted the selection process by taking into account the Board Skill Matrix, the overall board composition, and the specific qualifications of the two retiring directors. The Committee considers both individuals to be highly qualified, possessing extensive expertise and experience. They have demonstrated the ability to devote sufficient time and dedication to their duties and responsibilities, while exhibiting strong leadership. Furthermore, they fully meet the qualification requirements under the Public Limited Companies Act and do not possess any prohibited characteristics as stipulated by the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), and other relevant regulatory bodies. Notably, neither individual has served as an employee or partner of the Company's external audit firm within the past two years. Consequently, the Nomination Committee (excluding directors with a potential conflict of interest) has proposed to the Board of Directors to nominate the two retiring directors for re-appointment to the Board for another term.

Opinion of the Board: The Board (exclusive of those with vested interests on this matter) has carefully considered and thoroughly screened in compliance with criteria and procedures and deems it appropriate to propose for approval at the meeting of shareholders to appointment the 2 directors who must retire by rotation this year, namely Mr. Somsak Pratomsrimek and Ms. Wilai Buranupakorn to retain office for another term.

The Board of Directors has considered and is of the opinion that Mr. Pongpanu Svetarundra and Mr. Vichien Chavalit, who have been nominated as Independent Directors, possess the qualifications in accordance with the relevant laws and regulations governing independent directors, and have served as directors for a period of not exceeding nine years.

Vote required: Pursuant to the law, this matter requires affirmative resolution with a majority vote of the voting rights of shareholders who attend and have the right to vote in the meeting.

Agenda No. 7 To consider and approve the remunerations of the Company's directors for the year 2026

Objectives & Rationale: The Board of Directors has considered the remuneration for the directors and sub-committees, based on the recommendation of the Nomination, Remuneration and Corporate Governance Committee. Such consideration has taken into account a comparison with remuneration rates of companies within the same level in the property development industry, together with the appropriateness of the scope of duties, responsibilities, and the Company's performance.

In this regard, the determination of such remuneration is in accordance with the criteria prescribed under Section 90 of the Public Limited Companies Act B.E. 2535 (as amended), and Article 33 of the Company's Articles of Association, which stipulates that directors' remuneration must be considered and approved by the shareholders' meeting.

Therefore, it is deemed appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval of the remuneration for the Board of Directors and sub-committees for the year 2026, which shall remain at the same rates as those approved and received in 2025, as follows:

(1) Directors' remuneration and Sub - Committee Members' remuneration for the year 2026

Position	Year 2025	Year 2026	Other Benefit
	Meeting Allowance (Baht/person/year)	Meeting Allowance (Baht/person/year)	
1. Board of Directors			None
- Chairman of Board of Directors	30,000	30,000	
- Member	20,000	20,000	
2. Audit Committee			
- Chairman of Audit Committee	25,000	25,000	
- Member	20,000	20,000	
3. The Nomination, Remuneration and Corporate Governance Committee			None
- Chairman of Nomination, Remuneration and Corporate Governance Committee	25,000	25,000	
- Member	20,000	20,000	
4. Executive Committee			
- Chairman of Executive Committee	25,000	25,000	
- Member	20,000	20,000	
5. Risk Management and Sustainability Committee			
- Chairman of Risk Management and Sustainability Committee	25,000	25,000	
- Member	20,000	20,000	

(2) Board of Directors' Annual Bonus for the year

This director bonus is for the Selection, Remuneration and Governance Committee, to consider and propose as appropriate to the directors based on the company's performance and the duties and responsibilities of each director. However, this type of remuneration for the entire board of directors does not exceed the amount of 2,250,000 baht (two million two hundred and fifty thousand but only).

Opinion of the Board: In accordance with the Board of Directors' meticulous consideration of remuneration appropriateness, encompassing various factors such as sound corporate governance principles, performance, Board responsibilities, and benchmarking against similar industry businesses, as well as the Company's business expansion, the Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders for approval of director remuneration at the rates recommended by the Nomination, Remuneration, and Corporate Governance Committee

Vote required: The resolutions on this agenda shall be approved by the vote of not less than two-thirds of the total votes of the shareholders present at the Meeting.

Agenda No. 8 To consider and approve the appointment of the Auditor and Audit fee for the year 2026

Objectives & Rationale: In accordance with Section 120 of the Public Limited Company Act B.E. 2535 and Article 45 of the Company's Articles of Association, the shareholders' meeting shall appoint the Company's auditor and determine the auditor's remuneration. A retiring auditor is eligible for reappointment. The auditor must not be a director, employee, staff member, or hold any position within the Company

For Year 2025, the Audit Committee considered to auditing fee and elect 4 auditors from DIA International Audit Co., Ltd. to be the auditing firm. The details are follows: *shown in Attachment 4*

Name of auditors	CPA Registration Number	Years of auditing for the Company
Ms. Raweewan Chuenchom	7487	Never signed the Company's audited financial statements
Mrs. Suvimol Chrityakerne	2982	Signed as the Company's auditor in the Company's audited financial statements, 4 years, for the fiscal year 2022 - 2025
Miss Somjintana Pholhirunrat	5599	Never signed the Company's audited financial statements
Mr. Wirote Satjathamnukul	5128	Never signed the Company's audited financial statements

The proposed auditors have no relationship and/or interest with the Company, its subsidiaries, executives, major shareholders, or any related persons. Therefore, they maintain full independence in auditing and expressing an opinion on the Company's financial statements.

In the event that the aforementioned authorized auditors are unable to perform their duties, D I A International Audit Co., Ltd. shall appoint another authorized auditor from the firm to act on their behalf. The audit fee for the fiscal year 2026 is proposed at an amount not exceeding THB 860,000 (Eight Hundred and Sixty Thousand Baht Only). The Company has a total of 6 subsidiaries and 1 international school (Mill Hill International School Thailand). All subsidiaries utilize the services of D I A International Audit Co., Ltd., which is the same audit firm as the Company. The total audit fee for the entire Group is proposed at an amount not exceeding THB 3,350,000 (Three Million Three Hundred and Fifty Thousand Baht Only). The details are as follows:

Ornsirin Holding Public Company Limited And subsidiaries Company	Year 2025 (Baht)	Year 2026 (Proposed year) (Baht)
1. Ornsirin Holding Public Company Limited	860,000	860,000
2. Global Wealth Plus Company Limited (GWP)	60,000	50,000
3. North Home Company Limited (NHC)	1,030,000	830,000
4. North Home Property Company Limited (NHP)	190,000	170,000
5. Ornsirin Group Company Limited (ORG)	120,000	230,000
6. Ornsirin Property Company Limited (ORP)	1,090,000	860,000
7. Tichaporn Company Limited (TCP)	170,000	-
8. Ornsirin Education Company Limited (ORE)	70,000	70,000
9. Mill Hill International School Thailand	-	280,000
10. Non-audit fee	None	None
Total	3,620,000	3,350,000

Opinion of the Board: The Board of Directors agreed with the Audit Committee to elect D.I.A. International Auditing Co., Ltd. to be the auditing firm and recommends the Meeting to approve the appointment of the auditors and auditor fees as follows:

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|----------------------------------|------------------|------|----|
| (1) Ms. Raweewan Chuenchom | CPA. License No. | 7487 | or |
| (2) Mrs. Suvimol Chrityakierne | CPA. License No. | 2982 | or |
| (3) Miss Somjintana Pholhirunrat | CPA. License No. | 5599 | or |
| (3) Mr. Wirote Satjathamnukul | CPA. License No. | 5128 | |

and propose auditing fee of year 2026 is 860,000 baht. For Ornsirin Holding Public Company Limited

Vote required: Pursuant to the law, this matter requires affirmative resolution with a majority vote of the voting rights of shareholders who attend and have the right to vote in the meeting.

Agenda No. 9 To consider and approve other matters (if any)

Information for Shareholders

1) The Company has fixed the Record Date on Friday, 6 March 2026, to determine the shareholders entitled to attend the Annual General Meeting of Shareholders for the year 2026. This is in accordance with Section 105, paragraph two, of the Public Limited Companies Act B.E. 2535 (as amended), for determining the list of shareholders entitled to attend and vote at such meeting.

This meeting will be conducted in a hybrid format, whereby shareholders or their proxies who are entitled to attend the meeting may choose to participate either via electronic means (E-AGM) or in person at the meeting venue (Physical Meeting). The Company hereby invites all shareholders to attend the Annual General Meeting of Shareholders for the year 2026 on Friday, 24 April 2026 at 14:00 hours.

2) Shareholders and proxies choose to attend via electronic means (E-AGM) can register since 10 April 2026 at 08.30 A.M. The registration will be closed at the end of meeting on 24 April 2026. And electronic meeting system will open on 24 April 2026 at 12.00 P.M.

Shareholders and proxies choose to attend physical meetings at The Main Conference Room of the Ornsirin Headquarters, located at 79 Moo 8, San Pu Loei Subdistrict, Doi Saket District, Chiang Mai Province The registration will open on 24 April 2026 at 12.00 P.M.

The Annual General Meeting of Shareholders for the year 2026 will be conducted by Hybrid meeting (Physical Meeting and E-AGM), as well as the registration and voting.

For shareholders and proxy holders having rights to attend the meeting, please study guidelines for registration, proxy granting, voting and vote counting from **Attachment 5**. In the event that a shareholder wishes to appoint an Independent Director of the Company as a proxy to attend the meeting and vote on their behalf, please select one of the proxy forms as detailed in **Attachment 9**.

The Company must receive the shareholder's power of attorney within 21 April 2026, by post, using the envelope enclosed with this letter and send to **Company Secretary Ornsirin Holding Public Company Limited 79 Moo 8 Sunpuloei Sub-district, Doi-saket District, Chiang Mai 50220** or e-mail: ir@ornsirin.co.th

3) The Company will record the 2026 Annual General Meeting of Shareholders in form of video and may post on the website of the Company under "Investors"

Please be invited to attend and be informed accordingly

Yours Sincerely



(Mr. Pongpanu Svetarundra)
Chairman of the board

Any shareholder can access the Invitation Letter of the 2026 Annual General Meeting of the shareholders and all related documents at the Company's website at www.ornsirin.co.th under the section "INVESTORS" > "Shareholder"