



THORESEN THAI AGENCIES

PUBLIC COMPANY LIMITED

REG. NO. 0107537002737

Ref. No. COR: EL250007e/kv

6 March 2025

To: The President
The Stock Exchange of Thailand

Subject: The 2025 Annual General Meeting of Shareholders via electronic means ("2025 e-AGM")
and Dividend Payment

Thoresen Thai Agencies Public Company Limited (the "**Company**") would like to inform that the Board of Directors' Meeting No. 04/2025 held on 6 March 2025 has passed the following important resolutions:

1. Approved the 2025 Annual General Meeting of Shareholders (the "**2025 e-AGM**") of the Company to be held via electronic means on Monday, 28 April 2025 at 13:30 hours. The Company set the Record Date ("**RD**") on 21 March 2025 to identify the shareholders entitled to attend and vote at the 2025 e-AGM. The agenda for the 2025 e-AGM will be as follows:

Agenda 1. To acknowledge the results of operations of the Company for the fiscal year ended 31 December 2024

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose the 2025 e-AGM to acknowledge the results of operations of the Company for the fiscal year ended 31 December 2024.

Agenda 2. To consider and approve the Company's audited financial statements for the fiscal year ended 31 December 2024 with the auditor's report thereon

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose the 2025 e-AGM to consider and approve the Company's audited financial statements for the fiscal year ended 31 December 2024 with the auditor's report thereon.

Agenda 3. To consider and approve the payment of dividend

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose the 2025 e-AGM to consider and approve the annual dividend payment for the fiscal year ended 31 December 2024 in the form of cash dividend payment to shareholders, in the amount of Baht 0.22 per share, totalling approximately Baht 400,942,204.

The dividend for the year 2024 at the rate of Baht 0.22 per share is subject to the approval of the 2025 e-AGM. If the 2025 e-AGM approves as proposed, the Company will pay the dividend on 16 May 2025.

The Board fixed the Record Date on which the shareholders are entitled to receive a dividend to be on 21 March 2025. The Company's legal reserve has reached the amount as required by the Public Limited Companies Act B.E. 2535 (as amended) (the "PLC Act") and the Company's Articles of Association, which the Company is required to reserve fund at least 5 percent of the annual net profits until the reserve reaches at least 10 percent of the registered capital of the Company.

Agenda 4. To consider and approve the election of directors to succeed those who will be retiring by rotation

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose the 2025 e-AGM to consider and approve the re-election of all 4 retiring directors namely Mr. Chalermchai Mahagitsiri, Dr. Jean Paul Thevenin, Mr. Santi Bangor, and Mr. Somchai Chaisuparakul for another term of directorship.

Agenda 5. To consider and approve the remuneration for directors and members of the subcommittees for the year 2025

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose the 2025 e-AGM to consider and approve the remuneration for directors and members of the subcommittees for the year 2025 at the total amount not exceeding Baht 10 million, which is the same amount approved by the 2024 e-AGM, and the authorization to the Board of Directors to allocate the remuneration to directors of the Board and members of the subcommittees as deemed appropriate.

Agenda 6. To consider and approve the appointment of auditors and the determination of the audit fee for the fiscal year 2025

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose to the 2025 e-AGM to consider and approve the appointment of Mr. Veerachai Ratanajaratkul (CPA No. 4323) and/or Ms. Pornthip Rimdusit (CPA No. 5565) and/or Mr. Udomsak Busaraniphan (CPA No. 10331) of KPMG Phoomchai Audit Ltd., to be the Company's auditor for the fiscal year 2025, with total audit fees not exceeding Baht 4,192,000 (excluding other expenses), which is higher than audit fee approved by the 2024 e-AGM. Any of them is being authorized to conduct the review, audit and to render an opinion on the financial statements of the Company, both consolidated and non-consolidated basis.

Agenda 7. To consider and approve the amendment to Clause (21) and (22) of the Company's Objective and the amendment to Clause 3. of the Memorandum of Association

Opinion of the Board of Directors:

The Board of Directors considered and deemed appropriate to propose to the 2025 e-AGM to consider and approve the amendment to the Company's Objective to include engagement in investment in digital assets of all types, development, provision, and investment in blockchain-related technologies.

By adding 2 additional clauses to the Company's Objective. Details are as follows:

“(21) Engage in investment in digital assets of all types, including but not limited to acquiring, disposing, commercial trading, holding, and managing digital assets, as well as participating in digital asset-related ventures, projects, and technological innovations.”

“(22) Engage in the development, provision, and investment in blockchain-related technologies, including but not limited to data storage, processing, auditing, and verifying decentralized electronic transactions using blockchain technology; conducting research, development, and information collection in the field of information technology to enhance knowledge and expertise in academia and technology; and investing in or providing services related to blockchain infrastructure, smart contracts, and decentralized applications (DApps).”

And to consider and approve the amendment to Clause 3. of the Company's Memorandum of Association in accordance with the amendment to the Company's Objective mentioned above by adopting the following wordings in replacement thereof:

“Clause 3. The company has a total of 22 objectives as stated in BorMorJor.002 attached.”

Agenda 8. To consider other businesses (if any)

2. Approved the authorization to the Chairman and/or President and Chief Executive Officer and/or a person designated by the Chairman to have the power to perform any acts relating to the convening and organizing the 2025 e-AGM including the issuance of a notice of the 2025 e-AGM, to change the date, time, means and venue of the 2025 e-AGM and other details in relation to convening the 2025 e-AGM, including change of the Record Date on which the shareholders are entitled to receive a dividend as deemed necessary or appropriate under the requirements of the laws. In such an event, the Company shall inform the shareholders via its notice calling for the 2025 e-AGM or on the Company's website.

In addition, the Company had published the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025 on the Company's website since 20 January 2025 and invited the minority shareholders to propose agenda and nominate candidates for director position of the Company in advance of the 2025 e-AGM during 1 November 2024 to 31 January 2025. However, there is no proposal from the shareholders.

The Company will publish the notice calling for the 2025 e-AGM prior to the 2025 e-AGM via the Company's website, www.thoresen.com.

Shareholders, who are unable to attend the 2025 e-AGM, may consider granting a proxy to the Independent Director of the Company with advanced voting by completing and duly executing the Proxy Form and send to the Company Secretary by post at the Company's address at No. 26/26-27 Orakarn Building, 8th Floor, Soi Chidlom, Ploenchit Road, Lumpinee, Pathumwan, Bangkok 10330 to reach preferably by 23 April 2025. Should any shareholder wish to raise any question or give any comment to the Company in advance, please e-mail to COR@thoresen.com.

Please be informed accordingly.

Yours faithfully,

Thoresen Thai Agencies Public Company Limited

Authorized persons to report the Company's information

(Mr. Chalermchai Mahagitsiri)

Director, President and
Chief Executive Officer

(Mr. Katarat Suksawang)

Group CFO