

Ref. WIN.BO. 008/03/2025

March 19, 2025

Subject : Invitation to the Annual General Meeting of Shareholders year 2025

To: Shareholders of the Wyncoast Industrial Park Public Company Limited

Enclosure:

No.	Information
1.	Copied minutes of AGM 2024 dated April 25, 2024
2.	56-1 One Report 2024 and financial statements year ended as of December 31, 2024 via QR code
3.	Names and brief bio-data of directors due to rotation and proposed to be re - appointed in 2025
4.	Definition of Independent Director and the bio-data of the Independent Directors who act as proxies
5.	Company's regulations regarding the Shareholder Meeting
6.	Explanation of documents or evidence showing being a shareholder or shareholder's representative who has the right to attend the meeting to register and vote in shareholder meetings
7.	QR Code downloading procedures for the document of Annual General Meeting of Shareholders 2025
8.	Proxy Form A., B. and C.
9.	Form for requesting information for the year 2024 (Form 56-1 One-Report)
10.	Proxy request form (form B)
11.	Personal Data Protection Announcement for the AGM 2025
12.	Brief map showing the location of the Shareholder Meeting
13.	Transportation service reply form for AGM year 2025

The Board of Directors of Wyncoast Industrial Park Public Company Limited (the Company) has resolved the Annual General Meeting of Shareholders year 2025 be held on **Friday April 25, 2025, 14.00 hours** at Meeting Room, 3rd floor, Wyncoast Industrial Park Public Company Limited, no. 105 Moo 3, Bangna Trad Road, Km. 52, Thakham, Bangkok, Chachoengsao, 24130 to consider the following agendas:

Agenda 1 To consider and approved the minutes of the Annual General Meeting of Shareholder 2024

Board of Director's Opinion : The Board of Directors has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders to certify the minutes of the 2024 Annual General Meeting of Shareholders, held on April 25, 2024, with a copy of the minutes as Attachment No. 1 along with the meeting invitation letter.

The amount of vote to approve: The majority vote of total number of shareholders' vote and proxies who attend and have voting right.

Agenda 2 To acknowledge the operating result of the Company year 2024

Board of Director's Opinion : The Company's Board of Directors has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders to acknowledge the Company's operating results for the year 2024, which appear in the 2024 Annual Report (56-1 One Report) according to Attachment No. 2 along with the meeting invitation letter.

The amount of vote to approve : This Agenda is not required voting due to an acknowledged Agenda.

Agenda 3 To consider and approve Balance Sheet and Statement of Comprehensive Income for the accounting period ending December 31, 2024

Audit and Risk Management Committee's Opinion : The Audit and Risk Management Committee has reviewed the Company's 2024 financial statement which have been audited and certified by the Company's certified public accountant and had the opinion that the financial statement are accurate in all material respects according to Thai Financial Reporting Standards (TFRS).

Board of Director's' Opinion : The Board of Directors has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the Balance Sheet and Statement of

Comprehensive Income for the year ending December 31, 2024 which have been completely audited by the Company's auditor, SP Audit Co., Ltd., as well as the audit committee and the Board of Directors have given approval upon the details appearing in Attachment No. 2 (“in the financial statement category”) along with the meeting invitation letter.

The amount of vote to approve: The majority vote of total number of shareholders’ vote and proxies who attend and have voting right.

Agenda 4 To consider and approved not to pay dividend from operating income year 2024

Board of Director’s Opinion : The Company's Board of Directors has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholder to consider the refrain of dividend payments for the operating results year 2024 since as of December 31, 2024, the Company had an accumulated loss of Baht 341.94 million, in accordance with the Company's regulations Section 44 and Section 115 of the Public Limited Companies Act, B.E. 2535 (amended in 2001) stipulate that in cases where the Company still has accumulated losses, it is prohibited from paying dividends, resulting, the Company is unable to pay dividends.

The Company’s dividend payment policy states approximately 30 percent of the consolidated financial statement’s net profit after deducting the revenue tax, however, the dividend payment shall not over its accumulated profit of separate financial statement. As the separate financial statement has accumulated loss, the dividend payment shall not be considered. Therefore, the Company shall follow the Public Limited Company ACT as well as to consider the Company’s liquidity for ability to pay dividend without significant impact. Moreover, the subsidiary company’s dividend payment policy shall be concerned with the overall economic and performance, respectively.

The amount of vote to approve: The majority vote of total number of shareholders’ vote and proxies who attend and have voting right.

Agenda 5 To consider and approve the selection and appointment of new Directors in place of the Directors resigning by rotation

Nomination, Remuneration and Corporate Governance Committee’s Opinion

: As this Annual General Meeting of Shareholders year 2025, there are 3 directors due to the retired directors by rotation in accordance with Article 19 of the Company’s Articles of Association and the Public Limited Company Act B.E. 2535, namely as below;

Name – Surname	Position	Time duration since has been appointed counting from first year
1. Major Gen. Surasak Sukha	Independent Director	6 Years
2. Ms. Vinita Chamikorn	Executive Director	12 Years
3. Mr. Phatphong Limchaikul	Non-Executive Director	17 Years

The Board of Nomination, Remuneration and Corporate Governance Committee has prudently considered and scrutinized three directors have been proposed to reappoint for another term and a new director to replace. They have meet all requirements in Section 68 of the Public Limited Company Act B.E. 2535 including education background, ages, skills and working experiences in related work-field with the Company and diversified their professionals to develop the Company and are adept and competent for Company’s benefit. Therefore, Board of Nomination, Remuneration and Corporate Governance Committee has agreed and resolved as following;

Re-appointment of Directors for Another Term :

- 1) Major Gen. Surasak Sukha (re-appointed as Independent Director for another term)
- 2) Ms. Vinita Chamikorn (re-appointed as Director for another term)

Appointment of New Director to Replace an Outgoing Director:

- 1) Mr. Somkiat Tangcharoenkijkul (to replace Mr. Phatphong Limchaikul)

Board of Director’s Opinion: The Company’s Board of Director has truly considered and scrutinized in order to convince that all 3 appointed directors have meet all requirements in Section 68 of the Public Limited Company Act B.E. 2535, and qualified for Company’s benefit. Whereas, there is 1 independent director who were nominated to return to the position. The Board of Director has considered and is of the opinion that the person to be nominated as an independent director has the qualifications in accordance with the law regarding the requirements regarding independent director since his full knowledge and experience which could be usefully comment and independent opinion to the Company in accordance with the rule and regulation that related to the Independent Director’s definition, therefore, the Board of Director has agreed to propose Major Gen. Surasak Sukha to re-appoint as Independent Director once again.

Regarding the Annual General Shareholder Meeting year 2025, the Company would like to inform that the Company has announced through the Stock Exchange of Thailand and the Company’s website www.wyncoast.com from November 29, 2024 till January 31, 2025 for opening right to shareholders to propose the agenda of the Annual General Meeting of Shareholders and propose the appropriated candidate for Director’s selection for Board of Director to consider prior and there is none of proposal for year 2025.

Therefore, the Board of Directors deems it appropriate to reappoint two directors whose terms have expired for another term and to appoint one new director to replace the outgoing director. The appointments are as follows;

List	Position
1. Major Gen. Surasak Sukha	Independent Director Audit and Risk Management Committee Chairman of Nomination, Remuneration and Corporate Governance Committee
2. Ms. Vinita Chamikorn	Executive Director
3. Mr. Somkiat Tangcharoenkijkul (to replace Mr. Phatphong Limchaikul)	Non-Executive Director

Details of the bio-data of directors whose terms have expired and who have been nominated for return to position, including reasons and necessity in the case of nominating independent directors who have served for more than 9 consecutive years as per the Attachment No. 3

The amount of vote to approve: The majority vote of total number of shareholders' vote and proxies who attend and have voting right.

Agenda 6 The determination and approve the allocation of the Director's remuneration

Nomination, Remuneration and Corporate Governance Committee's Opinion : The Committee has considered the remuneration of director by truly scrutinized with the appropriated circumstances subject by criteria and procedure to the business direction and Company's projection as well as comparison from others' remuneration in the same industry therefore has resolved the determination of remuneration of director not exceeding Baht 1,800,000 for year 2025 which is equal to the approved amount in year 2024.

Board of Director's Opinion : The Company's Board of Director has scrutinized and complied the comparison measurement of the same industry including the size of business, growth rate and performance accordingly. However, the Board of Directors is responsible for determining the steps, conditions, details, and amount of compensation actually paid to the directors and sub-committees as appropriate which resolve the remuneration of Board of Director year 2025 not exceeding Baht 1,800,000 which is equal to the approved amount in year 2024, consist of the monthly fee, meeting fee and other allowance as the Directors who are the Company's management/employee or shareholder has no right to receive monthly fee, meeting fee as a director or committee

The Board of Directors Meeting No. 3/2025 on March 10, 2025, the Meeting approved the remuneration rate for directors 2025 as follows;

1. Meeting allowance determines to pay for each meeting as follows:

Meeting	2025 Baht/per/time	2024 Baht/per/time
Board of Director Meeting		
- Chairman	12,500	12,500
- Director	6,500	6,500
Audit and Risk Management Committee Meeting		
- Chairman	8,000	8,000
- Committee	4,000	4,000
Nomination, Remuneration and Corporate Governance Committee Meeting		
- Chairman	8,000	8,000
- Committee	4,000	4,000

2. Monthly Remuneration Payment is scheduled monthly 12 times/year.

Monthly Remuneration	2025 Baht/per/month	2024 Baht/per/month
Chairman	12,000	12,000
Director	6,000	6,000

3. Extra Remuneration

▪ Extra Remuneration determines to pay annually by considering growth and performance of the business. As year 2025, it is determined to pay not exceed 30 percent of actual remuneration of year 2024 amount Baht 1,198,500, the payment of special compensation to directors based on performance for the year 2024 has the following details:

Extra Remuneration	2024 Baht/per	2023 Baht/per
Chairman	12,500	12,500
Director	6,500	6,500
Total	64,500	64,500

4. *Other Remuneration*

- None of other remuneration were paid for committees both in monetary form and non-monetary form by the Company.

	2024 Baht/per	2023 Baht/per
Other Remuneration or other benefits	None	None

Remuneration Comparison

Remuneration Summary	Actual	Approved by AGM
2024	Baht 1,198,500 - Remuneration of Director Baht 702,000 - Monthly Remuneration Baht 432,000 - Extra Remuneration Baht 64,500 - Other Remuneration -none	Baht 1,800,000
2023	Baht 1,135,500 - Remuneration of Director Baht 639,000 - Monthly Remuneration Baht 432,000 - Extra Remuneration Baht 64,500 - Other Remuneration -none	Baht 1,800,000

Summary of Meeting Attendance

Meeting	2024	2023
Board of Director	12	12
Audit and Risk Management Committee	7	5
Nomination , Remuneration and Corporate Governance Committee	6	4
Annual General Meeting of Shareholders	1	1

Summary of Meeting attendance (number of times / total) of directors in 2024

No	Name of Director	Position	Number of meeting attendance			
			Board of Directors	Audit Committee	Nomination Committee	AGM 2024
1.	Mr. Jak Chamikorn	Chairman	12/12	-	-	1/1
2.	Ms. Koranun Sukonritikorn	Director	12/12	-	-	1/1
3.	Ms. Vinita Chamikorn	Director	11/12	-	-	1/1
4.	Mrs. Krissana Prakobkandee	Director	12/12	-	-	1/1
5.	Mr. Phatpong Limchaikul	Director	12/12	-	-	1/1
6.	Dr. Chaiya Kudacal	Independent Director	11/12	-	-	-
7.	Mr. Dussadee Sinchirmsiri	Independent Director Chairman of Audit Committee Nomination Committee	12/12	7/7	6/6	1/1
8.	Major General Surasak Sukkha	Independent Director Audit Committee Nomination Committee	12/12	7/7	6/6	1/1
9.	Dr. Chayo Trangadisaikul	Independent Director Audit Committee Nomination Committee	11/12	7/7	6/6	1/1

All the obligations of the Director and Committee are appeared on the Company's Annual Report 2024 (One Report 56-1) Section 2 Corporate Governance clause 7.2-7.3.

The amount of vote to approve : Vote shall not less than two third of total number of shareholders' vote and proxies who attend and have voting right.

Agenda 7 To consider and appoint the auditor and determine the remuneration of the auditor for year 2025

Audit and Risk Management Committee's Opinion : The Audit and Risk Management Committee has considered the appointment of auditors for the Company and its subsidiaries by evaluating the independence of the auditors, not being under any influence, and having knowledge, ability, and standards of work that can be compiled. Audit evidence is sufficient to express an opinion in the audit report, including the quality of work the recognition of the reputation of the auditor and accounting firm, and reasonable service fees. Therefore, it is considered appropriate to propose that shareholders appoint auditors from SP Audit Co., Ltd. as auditors of the Company and its subsidiaries for the year 2025, By specifying that one person audit and express opinions on the company's financial statements with names as follows:

1. Miss Susan lamwanitcha, Certified Public Accountant No. 4306 or
2. Miss Wanraya Phutthasatian, Certified Public Accountant No. 4387 or
3. Mr. Suchart Panitcharoen, Certified Public Accountant No. 4475 or
4. Miss Chuenta Chommoen, Certified Public Accountant No. 7570 or
5. Miss Waraporn Inthaprasit, Certified Public Accountant No. 7881 or
6. Miss Wandee lamwanitcha, Certified Public Accountant No. 8210 or
7. Mr. Kiattisak Wanichhanon, Certified Public Accountant No. 9922 or
8. Miss Amonrat Chuathongborisut, Certified Public Accountant No. 10998 or
9. Miss Chonthicha Lertwilai, Certified Public Accountant No. 12258 or
10. Miss Saruda Chitwatnanont, Certified Public Accountant No. 15343

The details of the audit of the company and its subsidiaries ending on December 31, 2024, are as follows.

Name	Audited	Year	Period
SP Audit Company Limited	Company Subsidiary company	2024	1 Year
Ms. Wanya Phuttasatien	Company Subsidiary company	2024	1 Year

For determining the annual auditor remuneration of the company and its subsidiaries. 2025 is an amount not exceeding Baht 2,554,000 per year, not including other expenses disbursed (out-of-pocket expenses), which is Baht 20,000 more than the audit fee approval in 2024 due to the auditor's assessment according to the business plan of the Company, resulting in an increasing of the audit fee in 2025.

However, SP Audit Co., Ltd. has no relationship and/or has an interest between the auditor and the company, subsidiaries/executive/major shareholders, or those related to such persons in any way.

Board of Director's Opinion : The Board of Directors has considered and considered it appropriate to propose to the general meeting of shareholders to consider and approve the appointment of one of the 10 certified public accountants according to the names proposed by the Audit and Risk Management Committee. From SP Audit Company Limited to be the auditor of the Company and its subsidiaries for year 2025 and determine the auditor's remuneration for the Company and subsidiary companies for year 2025 at the amount not exceeding Baht 2,554,000 per year excluding other actual expenses (out-of-pocket expenses).

Comparative information on auditor compensation in the past year is as follows:

<u>Remuneration</u>	2025 (Proposed year)	2023	2023
Audit-fee requested for approval (Baht)	2,554,000	2,534,000	2,454,000
Non-audit fee (Baht)	Actual cost	591,739.82	489,862.32

In addition, SP Audit Company Limited and the above 10 approved auditors have been appointed to be audit and auditors of the subsidiary companies for the year 2025 as well. Therefore, subsidiaries use the same auditing firm.

The amount of vote to approve: The majority vote of total attendance’s votes.

Agenda 8 Other matters (if any)

Board of Director’s Opinion The board sees it as appropriate to include this agenda to allow shareholders to ask questions (if any) and/or the board to answer questions or provide clarification to shareholders. In this agenda, there should be no additional consideration of any other matters because according to the principles of Good corporate governance for listed companies and the project to assess the quality of the annual general meeting of shareholders should be considered and discussed by the shareholders' meeting only matters that have been informed in advance to be fair to all shareholders as a whole, the company has allowed shareholders to propose additional agenda items via the company’s website www.wyncoast.com From November 29, 2024, to January 31, 2025, it appears that no shareholder proposed adding an agenda item in advance.

In this regard, the Company has the Record Date, to determine the right to participate in the 2025 Annual General Meeting of Shareholders on March 24, 2025.

Suppose you are unable to attend the meeting in person. In that case, you can appoint another person to attend the meeting and vote on your behalf at this meeting by using one of the three proxy forms the Company has attached to the three proxy forms (as shown in Attachment no. 8.) including Proxy Form A. (general form), Proxy Form B (a form specifying various items to grant a clear and detailed proxy), and Proxy Form C (only in the case of foreign investors who appoint a Custodian in Thailand by choosing to use only one of the proxy forms as specified. You can notify your request to receive a proxy form B by filling out the information in the request form and sending it back to the company according to the method specified in Attachment No. 10.

Shareholders can authorize a proxy for the Company's independent director, **Mr. Dusadee Sinchermsiri** or **Dr. Chayo Trangadisaiikul**, to attend the meeting and vote on behalf of the shareholder, with independent director information and definitions of Independent Directors (appears in Attachment no. 4) which is attached to this meeting invitation. We request your cooperation to please send the proxy form in case you wish to appoint an independent director to return to the Company by April 21, 2025 at the following address:

The Secretary Office
Wyncoast Industrial Park Public Company Limited
#105 Moo 3, Bangna Trad km 52 Road,
Thankharm, Bangpakong
Chachoengsao 24130

Shareholders can request to receive the 2024 annual information form (Form 56-1 One Report) by filling in the information in the request form and send to the Company by the form for requesting information for the year 2024 (Form 56-1 One Report) according to the method specified in Attachment No. 9.

In addition, the processing of personal data that the Company collects, uses, discloses, and processes personal data of shareholders for the 2025 Annual General Meeting of Shareholders by the Personal Data Protection Announcement appears in the Annual General Shareholders Meeting 2025 Attachment No.11.

We would like to invite shareholders to attend the meeting on the date, time and place mentioned above.



Yours sincerely,

(Mr. Jak Chamikorn)

Chairman of the Board of Directors
Wyncoast Industrial Park Public Company Limited

Note: Shareholders can request the notice of invitation to the annual general meeting of shareholders. 2025 and meeting documents via the company's website from March 27, 2025 at <http://www.wyncoast.com>, topic "News Room > Company News > Publication of the invitation to the 2025 Annual General Meeting of Shareholders"