SGC 1154/2026

11 September 2026

Subject Invitation to the Extraordinary General Meeting of Shareholders No.1/2026 via electronic media (E-EGM)

To Shareholders

SG Capital Public Company Limited

Enclosure

1. Information on Independent Directors Designated by the Company as Proxies for Shareholders
2. Proxy Form A, Proxy Form B and Proxy Form C
3. Documents and Evidence Required for Registration to Attend the Meeting
4. The Company's Articles of Association Relating to Shareholders' Meetings
5. Acceptance Form for Attending the Meeting via Electronic Means
6. Advance Enquiry Submission Form for the Extraordinary General Meeting of Shareholders No. 1/2026

The Board of Directors Meeting No. 6/2026 of SG Capital Public Company Limited (the "**Company**"), held on 20 August 2026, resolved to schedule the Extraordinary General Meeting of Shareholders No.1/2026 on 29 September 2026 at 10:00 a.m., via electronic media (E-EGM) only in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws.

The agenda for the Extraordinary General Meeting of Shareholders No.1/2026 are as follows:

Agenda 1 To consider and approve the transfer of Legal Reserve and Share Premium on Ordinary Shares to offset against Accumulated Losses in the Company's separate financial statements

The Public Limited Companies Act B.E. 2535 (1992) (as amended) provides that the Company may the transfer of the legal reserve and the share premium to offset its deficit upon approval by the shareholders' meeting.

Thus, the shareholders' meeting is proposed to consider and approve the transfer of legal reserve of Baht 209,379,885 and share premium on ordinary shares of Baht 646,993,040 to offset against accumulated losses according to the Separate Financial Statements as of 30 June 2026 amounting to of Baht 856,372,925.

Therefore, the Company will not have accumulated losses from the Separate Financial Statements after transferring legal reserve and share premium on ordinary shares to offset such Accumulated Losses with the legal reserve reduced to Baht 0 and the remaining share premium in the amount of Baht 2,535,280,527. This transfer of the legal reserve and share premium is an accounting treatment and will not affect the total shareholders' equity. The details of the shareholders' equity are as follows:

SG CAPITAL PUBLIC COMPANY LIMITED 72 NT Bangrak Tower, Floor 20, Charoen Krung Road, Bangrak, Bangkok 10500

Description	Separate Financial Statements as of 30 June 2026		
	Before Offsetting the Deficit (Baht)	After Offsetting the Deficit (Baht)	Changed (Baht)
Share Capital - issued and fully paid	6,240,028,067	6,240,028,067	0
Share Premium	3,182,273,567	2,535,280,527	-646,993,040
Deficit on Business Combination under Common Control	-974,117,594	-974,117,594	0
Legal Reserve	209,379,885	0	-209,379,885
Deficit	-856,372,925	0	856,372,925
Total Shareholders' Equity	**7,801,191,000**	**7,801,191.00**	**0**

Opinion of the Board of Directors: The Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the transfer of legal reserve of Baht 209,379,885 and share premium on ordinary shares of Baht 646,993,040 to offset against accumulated losses according to the Separate Financial Statements as of 30 June 2026 amounting to of Baht 856,372,925. Therefore, the Company will not have accumulated losses from the Separate Financial Statements after transferring legal reserve and share premium on ordinary shares to offset such accumulated losses with the legal reserve reduced to Baht 0 and the remaining share premium in the amount of Baht 2,535,280,527. This transfer of the legal reserve and share premium is an accounting treatment and will not affect the total shareholders' equity.

Remark: This agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes, **excluding** abstentions from the calculation base.

Agenda 2 To consider other agenda (if any)

According to Section 105 of the Public Limited Companies Act B.E. 2535 (1992) (including amended version), after the meeting of shareholders considers the agenda items as set out in the invitation, shareholders, individually or collectively holding not less than one-third of the Company's total issued shares, may propose to the meeting to consider any matters other than those proposed in the invitation.

In the event that the shareholders are unable to attend the meeting in person, the shareholders may appoint an independent director of the Company as a proxy to attend the meeting and cast the votes on their behalf. The details of the independent directors of the Company are as set out in **Enclosure 1**. In this regard, the Company has enclosed Proxy Form A, Form B, and Form C for the shareholders as per **Enclosure 2.** The shareholders can also download Proxy Form A, Form B or Form C from the Company's website at https://www.sgcapital.co.th/en/home. The Company kindly requests for the shareholders' cooperation to submit the proxy forms and the registration documents to the Company within 28 September 2026 for the attention of the Company Secretary Department at the Company's address or via the e-mail address as follows:

SG Capital Public Company Limited

Company Secretary Department

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd. Bang Rak Sub-district, Bang Rak District, Bangkok 10500

The Company will open the registration for shareholders and proxy holders from 9.00 a.m. on the meeting date. The Company kindly requests all shareholders to study the required documents and evidence to be presented for registration and attendance at the meeting, as detailed in **Enclosure 3**. The Company will conduct the meeting in accordance with the meeting procedures and the Articles of Association of the Company, as set out in **Enclosure 4**.

In addition, the Company has provided an additional option to facilitate shareholders who are unable to attend the meeting in person. Such shareholders may appoint an Independent Director of the Company as their proxy to attend the meeting and vote on their behalf. Shareholders may appoint an Independent Director of the Company as their proxy to attend the meeting and cast votes on their behalf through the e-Proxy Voting system via Investor Portal (IVP) at https://ivp.tsd.co.th, operated by Thailand Securities Depository Co., Ltd. (TSD). For further details regarding the e-Proxy Voting service, shareholders may visit the website of the Stock Exchange of Thailand at https://www.set.or.th/en/tsd/services/investors/e-services/e-proxy-voting

Therefore, please cordially invited to attend the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m. via electronic means (E-EGM) only, in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other applicable laws and regulations, on the date and at the time specified above. Shareholders may register to attend the meeting in advance, at least 7 days prior to the meeting date, during the registration period from 21 - 28 September 2026.

Please be informed accordingly.

Sincerely yours,

SG Capital Public Company Limited

-Signature-

(Mr. Bibit Bijaisoradat)

Chairman of the Board of Directors

Remarks:

1. This Notice of Invitation and its attachments on the Company's website at https://www.sgcapital.co.th/en/home from 11 September 2026. For any inquiries regarding each agenda item, other company-related information, or details on the registration and participation process for the meeting, please submit your questions (if any) to E-mail address: Comsec@sgcapital.co.th or IR@sgcapital.co.th or the Company's address.
2. The Company attached proxy form (Form A, B and C) on the Company's website at https://www.sgcapital.co.th/en/home.
   In addition, the shareholders can send the proxy form via email at Comsec@sgcapital.co.th or IR@sgcapital.co.th
3. For more information on the Extraordinary General Meeting of Shareholders No.1/2026, the shareholders may contact the officers of the IR Contact Tel. 063-202-1999.
4. The Company may collect, use, and/or disclose your personal data in connection with your registration to attend the shareholders' meeting, for the purpose of complying with orders of competent authorities under the law and/or complying with applicable laws. For further details on the collection, use, and disclosure of personal data, please refer to the Company's Privacy Notice at https://www.sgcapital.co.th/en/privacy-notice

SG CAPITAL PUBLIC COMPANY LIMITED 72 NT Bangrak Tower, Floor 20, Charoen Krung Road, Bangrak, Bangkok 10500

Enclosure 1

Information on Independent Directors Designated by the Company as Proxies for Shareholders

Extraordinary General Meeting of Shareholders No. 1/2026

1	**Name**	:	Mr. Suranit Sorasuchart
	Position	:	Independent Director
	Age	:	66
	Address	:	No. 72 NT Bangrak Tower, 20 Fl. Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500
	Special conflict of interest in meeting agendas	:	None

2	**Name**	:	Mr. Pongsak Achakulwisut
	Position	:	Independent Director
	Age	:	63
	Address	:	No. 72 NT Bangrak Tower, 20 Fl. Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500
	Special conflict of interest in meeting agendas	:	None

3	**Name**	:	Mr. Pisit Puapan
	Position	:	Independent Director
	Age	:	51
	Address	:	No. 72 NT Bangrak Tower, 20 Fl. Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500
	Special conflict of interest in meeting agendas	:	None

PROXY FORM A (SIMPLE FORM)

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp 20 Baht

Written at ....

Date ....Month ....Year...........

(1) I / We .... Nationality ....

Address No. .... Road .... Sub-district ....

District .... Province .... Postal Code..............................

(2) Being a shareholder of **SG Capital Public Company Limited,**

Holding the total amount of.................... shares with the voting right of.................... votes as follows:

☐ Ordinary share................shares with the voting right of..............................votes

☐ Preferred share................ shares with the voting right of.............................. votes

(3) Do hereby appoint either one of the following persons:

☐ (1) .... Age ....Years

Address No..................... Road .... Sub-district ....

District ....Province .... Postal Code..............................

or

☐ (2) Mr. Suranit Sorasuchart Age 66 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (3) Mr. Pongsak Achakulwisut Age 63 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (4) Mr. Pisit Puapan Age 51 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

Only one person above is my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m.,** via electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws. or at any adjournment thereof to any other date, time and venue or other methods.

For any act performed by the proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect.

Signed .... Grantor

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Remark:

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

PROXY FORM B (SPECIFIC DETAILS FORM)

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp 20 Baht

Written at ....

Date .... Month .... Year ....

(1) I / We .... Nationality ....

Address No. .... Road .... Sub-district ....

District .... Province .... Postal Code ....

(2) Being a shareholder of **SG Capital Public Company Limited,**

Holding the total amount of .... shares with the voting right of .... votes as follows:

☐ Ordinary share .... shares with the voting right of .... votes

☐ Preferred share .... shares with the voting right of .... votes

(3) Do hereby appoint either one of the following persons:

☐ (1) .... Age .... Years

Address No. .... Road .... Sub-district ....

District .... Province .... Postal Code ....

or

☐ (2) Mr. Suranit Sorasuchart Age 66 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (3) Mr. Pongsak Achakulwisut Age 63 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (4) Mr. Pisit Puapan Age 51 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

Only one person above is my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m.,** via electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws. or at any adjournment thereof to any other date, time and venue or other methods.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider and approve the transfer of Legal Reserve and Share Premium on Ordinary Shares to offset against Accumulated Losses in the Company's separate financial statements

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To consider other agenda (if any)

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the proxy which is not in accordance with this Proxy Form.

Signed .... Grantor

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Remark:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form B as attached.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholders of SG Capital Public Company Limited

At the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m., via electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws. or at any adjournment thereof to any other date, time and venue or other methods

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☐ Agenda No. .... Subject ....

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda No. .... Subject ....

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda No. .... Subject ....

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda No. .... Subject ....

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda No. .... Subject ....

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

PROXY FORM C

(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp 20 Baht

Written at ....

Date ....Month ....Year.............

(1) I / We .... Nationality ....

Address No...................... Road .... Sub-district ....

District .... Province .... Postal Code...

As a custodian for...

Being a shareholder of **SG Capital Public Company Limited**,

Holding the total amount of .... shares with the voting right of .... votes as follows:

☐ Ordinary share ....shares with the voting right of ....votes

☐ Preferred share ....shares with the voting right of ....votes

(2) Do hereby appoint either one of the following persons:

☐ (1) .... Age ....Years

Address No...................... Road .... Sub-district ....

District ....Province .... Postal Code............................

or

☐ (2) Mr. Suranit Sorasuchart Age 66 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (3) Mr. Pongsak Achakulwisut Age 63 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

or

☐ (4) Mr. Pisit Puapan Age 51 Years Position Independent Director

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

Only one person above is my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m.,** via electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws. or at any adjournment thereof to any other date, time and venue or other methods.

(3) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

☐ The voting right in all the voting shares held by us is granted to the proxy.

☐ The voting right in part of the voting shares held by us is granted to the proxy as follows:

☐ Ordinary share ....shares with the voting right of ....votes

☐ Preferred share ....shares with the voting right of ....votes

Total .... votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider and approve the transfer of Legal Reserve and Share Premium on Ordinary Shares to offset against Accumulated Losses in the Company's separate financial statements

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

Agenda 2 To consider other agenda (if any)

☐ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

(5) Vote of the proxy in any agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the proxy which is not in accordance with this Proxy Form.

Signed .... Grantor

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Signed .... Proxy

(..)

Remark:

1. This Proxy Form C shall be applicable only for the shareholders listed in the share register book as the foreign investors appointing the custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
   (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
   (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In case there is any further agenda apart from specified above brought into consideration in the meeting, the grantor may use the Regular Continued Proxy Form C as attached.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholders of SG Capital Public Company Limited

At the Extraordinary General Meeting of Shareholders No. 1/2026 on 29 September 2026 at 10:00 a.m., via electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related laws. or at any adjournment thereof to any other date, time and venue or other methods

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☐ Agenda No. .... Subject ....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

☐ Agenda No. .... Subject ....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

☐ Agenda No. .... Subject ....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

☐ Agenda No. .... Subject ....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

☐ Agenda No. .... Subject ....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction:

☐ Approve ....votes ☐ Disapprove ....votes ☐ Abstain ....votes

Documents and Evidence Required for Registration to Attend the Meeting

1 The requisition for attending the meeting via electronic device

The shareholders and proxies who wish to attend the meeting via electronic device, please follow the below instruction:

1.1 Please notify your intention to attend the meeting via electronic device by submitting the following documents to the Company

(1) The following documents are required to register for the meeting. In case of changing the name – surname so that it differs to the name – surname showing in the required documentary evidences, the certificate of name – surname change must be attached.

<u>Required documentary evidences that attendees must present to register for the meeting</u>

➢ **Attending the meeting in person**

A copy of valid identity card of the shareholder issued by the governmental authorities, such as identification card, driving license or passport which is certified true copy by the shareholder.

➢ **Attending the meeting by proxy**

○ **Shareholder is a natural person**

- The Proxy Form A or Proxy Form B, which is filled in completely and signed by the shareholder and the proxy, and affixed with THB 20 duty stamp;
- A copy of a valid identity card of the shareholder, issued by governmental authorities, which has not expired, such as identification card, driving license or passport which is certified true copy by the shareholder; and
- A copy of a valid identity card of the proxy, issued by governmental authorities, which has not expired, such as identification card, driving license or passport which is certified true copy by the proxy.

○ **Shareholder is a juristic person**

- The Proxy Form A or Proxy Form B which is filled in completely and signed by the authorized representative affixing with its seal (if any) and the proxy, and affixed with THB 20 duty stamp;
- A copy of the affidavit or registration certificate of the juristic person issued by the Ministry of Commerce or other relevant authorities no later than 6 months before the meeting date, which is certified true copy by the authorized representative and affixed with its seal (if any);
- A copy of valid identity card of the authorized representative who sign in the proxy form, which issued by the governmental authorities, such as identification card, driving license or passport that is certified true copy by such person;

- A copy of valid identity card of the proxy issued by the governmental authorities, such as identification card, driving license or passport which is certified true copy by the proxy; and
- In case of juristic person registered in other countries, it must be enclosed by the translation of the above documents into English and/or Thai, which is certified true copy by the authorized representative and affixed with its seal (if any).

○ **Custodian**

- The Proxy Form C, which is filled in completely and signed by the authorized representative of the Custodian affixing with its seal (if any) and the proxy, and affixed with THB 20 duty stamp;
- A copy of the affidavit of the Custodian issued by the Ministry of Commerce or other relevant authorities no later than 6 months before the meeting date, which is certified true copy by the authorized representative of the Custodian and affixed with its seal (if any);
- A copy of documentary evidence certifying the operation of Custodian business, which is certified true copy by the authorized representative of the Custodian and affixed with its seal (if any);
- A copy of valid identity card of the authorized representative of the Custodian who sign in the proxy form, which issued by the governmental authorities, such as identification card, driving license or passport that is certified true copy by such person;
- The Power of Attorney by shareholder authorizing the Custodian to sign the proxy form on his or her behalf. It must be enclosed by the identity card of shareholder as supporting document for such Power of Attorney, which is certified true copy by the shareholder; and
- A copy of valid identity card of the proxy issued by the governmental authorities, such as identification card, driving license or passport which is certified true copy by the proxy.

The shareholder intends to grant proxy to other person to attend the meeting on his/her behalf, the shareholder can grant a proxy to anyone as his/her intention or to the Company's independent directors. The information of independent directors for appointing as the proxy of shareholders is shown in **Enclosure 1**.

(2) The Acceptance Form for Attending the Meeting via Electronic Means (**Enclosure 5**). Please specify your email and telephone number explicitly.

1.2 Please deliver the documents in (1) and (2) above to the Company from 21 – 28 September 2026 by the following means:

(1) Email channel: Comsec@sgcapital.co.th or IR@sgcapital.co.th

(2) Postal channel: by delivering to the Company's head office at

SG Capital Public Company Limited

Company Secretary Department

No. 72 NT Bangrak Tower, 20 Fl., Charoen Krung Rd., Bang Rak Sub-district, Bang Rak District, Bangkok 10500

After the Company completes the verification of name of shareholders as of 3 September 2026 which is the date to determine the list of shareholders being entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2026 (Record Date). The electronic conferencing service provider will send the Meeting Link and Manual for attending the meeting to the email that the Company has been informed. The Meeting Link will be sent at least 2 days in advance of the meeting date.

2. The meeting attendance via electronic device

2.1 After the shareholder and proxy who notified their intention to attend the meeting via electronic device have been verified, the electronic conferencing service provider will send the Meeting Link and Manual for attending the meeting to them at least 2 days in advance of the meeting date. Please study the Meeting Manual attentively. In case that the shareholder and proxy have not received such email within 28 September 2026, please contact the Company immediately at Comsec@sgcapital.co.th or IR@sgcapital.co.th.

2.2 Meeting attendance and vote casting via electronic device can be smoothly completed through Computers / Notebooks / Tablet and Mobile Phones on Web Browser: Chrome with 4G internet speed or basic home internet.

Remark:

A. In case of attending the meeting via Tablet or Mobile Phones, Zoom Cloud Meeting program must be installed prior to attending the meeting, which can be downloaded from the following QR Code:

iOS System	Android System
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

B. The electronic meeting system will be opened for registering 1 hours before the scheduled time. However, the live broadcast will start at the time of the meeting only.

C. The shareholder account no. and identification card no. will be used for entering the electronic meeting system.

D. With regard to vote casting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately.

E. If attendees have any problems in using the electronic meeting system, you can contact OJ International Company Limited at the telephone no. specified in the email that sends you the Meeting Manual.

SG CAPITAL PUBLIC COMPANY LIMITED 72 NT Bangrak Tower, Floor 20, Charoen Krung Road, Bangrak, Bangkok 10500

The Company's Articles of Association Relating to Shareholders' Meetings

Article 17. During twenty-one (21) days prior to each date for shareholders' meeting, the Company may refrain from accepting share transfer registration. In this regard, the announcement shall be made to the shareholders in advance at the head office and all branch offices of the Company not less than fourteen (14) days prior to the suspension date of share transfer registration. In the event that the Company does not choose to refrain the acceptance of share transfer registration, the Board of Directors may set the date on which shareholders shall have the right to attend the meeting and vote (Record Date) in accordance with the criteria and procedures prescribed by the securities and exchange laws.

However, the Record Date set by the Board of Directors under the first paragraph shall be not over two (2) months prior to the date for shareholders' meeting, but not before the date that the Board of Directors has scheduled as date for shareholders' meeting. When the Board of Directors has set the date for determining the names of shareholders who are entitled to attend the meeting and vote (Record Date), it cannot be changed.

Article 38. The Board of Directors shall hold the general meeting of shareholders within four (4) months from the end of the Company's fiscal year. This meeting is called the annual general meeting of shareholders.

The other meetings of shareholders apart from the first paragraph is called the extraordinary general meeting of shareholders. The Board of Directors may convene the extraordinary general meeting of shareholders whenever it deems suitable.

One or several shareholders holding aggregate number of shares of not less than ten (10) percent of the total number of paid-up shares may submit the letter requesting the Board of Directors to hold extraordinary general meeting of shareholders at any time. In this regard, the matter and reason for calling the said meeting shall be clearly specified in such letter. In this case, the Board of Director shall schedule the meeting date within forty-five (45) days from the date of receiving such request.

If the Board of Directors fails to hold a meeting within the period under the third paragraph, all shareholders who submit the letter or other shareholders, holding the aggregate number of shares as required above, may jointly call and schedule the meeting date within forty-five (45) days from the expiration of such period under the third paragraph. The shareholder calling the meeting may deliver the meeting notice to the shareholders by electronic media, provided that the shareholders have notified their intention or given their consent to the Company or the Board of Directors in accordance with Article 4/2. In such case, it shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.

In the case where, at the shareholders' meeting called by the shareholders under the fourth paragraph, the number of shareholders attending the meeting does not constitute a quorum as stipulated in this Articles of Association, the shareholders under the fourth paragraph shall jointly be responsible to and compensate the Company for the expenses incurred from holding of such meeting.

Article 39. With regard to calling a shareholders' meeting, the Board of Directors shall prepare a meeting notice indicating the place, date, time, agenda items, and the matters including appropriate detail for being proposed to the shareholders' meeting. In this connection, the proposed matters shall be resolved by the Board of Directors' meeting and shall state clearly whether it was proposed for acknowledgment, approval, or consideration, as the case may be, together with opinions of the Board of Directors on each matter. The meeting notice shall be submitted to the shareholders and registrar not less than seven (7) days prior to the meeting date. The publication of the meeting notice shall also be made in a newspaper for a period of not less than three (3) consecutive days at least three (3) days prior to the meeting date.

Article 40. The meeting of shareholders may be held in the form of electronic conferencing by conducting the meeting via electronic media. In this regard, the security measures for electronic conferencing shall be in accordance with the relevant laws and regulations. In such cases, the location of the Company's head office shall be deemed to be the venue for the meeting.

Article 41. In the shareholders' meeting, the quorum of the meeting shall consist of the shareholders or proxies (if any) attending the meeting of not less than twenty-five (25) persons or holding the aggregate number of shares of not less than one-half (1/2) of the total paid-up shares, and shall hold the aggregate number of shares of not less than one-third (1/3) of the total paid-up shares, so that a quorum is constituted.

In the event that, at any shareholders' meeting, the number of shareholders attending the meeting does not constitute a quorum as stipulated in the first paragraph after one (1) hour has passed since the scheduled meeting time, if the meeting was requested by the shareholders, such meeting shall be cancelled. If such meeting was not called by the request of shareholders, such meeting shall be re-convened. In this case, the meeting notice shall be submitted to the shareholders not less than seven (7) days prior to the meeting date. The re-convened meeting shall not require a quorum.

Article 42. In the shareholders' meeting, the shareholders may authorize other persons to attend the meeting and vote on their behalf. The proxy shall be made in writing and signed by the grantor, and follow the form prescribed by the registrar. In this connection, the proxy shall be given to the Chairman of the Board of Director or the designated person at the meeting place before attending the meeting. The proxy shall contain at least following items:

(1) Number of shares held by the grantor;

(2) Name of the proxy; and

(3) Time of the meeting where a proxy is granted to attend and cast the vote.

Proxy may be made by electronic means instead provided that the method used shall be safe and reliable to ensure that the proxy is executed by the shareholder.

Article 43. The Chairman of the Board of Directors shall act as the chairman of shareholders' meeting. If the Chairman of the Board of Directors is not present at the meeting or cannot perform his duty, the Vice Chairman of the Board of Directors shall act as the chairman of the meeting. If there is no Vice Chairman of the Board of Directors or if he/she cannot perform his/her duty, the shareholder meeting shall elect a shareholder present at the meeting to act as the chairman of the meeting.

Article 44. In casting votes at a shareholders' meeting, it shall be deemed that one (1) share has one (1) vote.

Voting shall be made openly, unless at least five (5) shareholders request a secret vote and the meeting resolves accordingly. The method for the secret vote shall be as specified by the chairman of the meeting.

Aside from the election of directors, any shareholder who has a conflict of interest in any matter, such shareholder shall not be entitled to vote on that matter.

The resolution of the shareholders' meeting shall consist of the following votes;

(1) In general, a resolution shall be passed by a majority vote of shareholders attending the meeting and casting their votes. In the event of a tied vote, the chairman of the meeting shall have one (1) additional deciding vote.

(2) To determine the directors' remuneration, a resolution shall be passed by a vote of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

(3) For the following agenda items, a resolution shall be passed by a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

(3.1) To sell or transfer the whole or important parts of the business of the Company to other persons;

(3.2) To acquire or accept the transfer of a business of other private companies or public companies by the Company;

(3.3) To enter into, revise, or terminate the agreements concerning the lease of all or an important part of the business of the Company, to assign another person to manage the business of the Company, or to merge the business with other persons for the purposes of sharing the profits and losses;

(3.4) To amend the Memorandum of Association or the Articles of Association of the Company;

(3.5) To increase or decrease the registered capital of the Company;

(3.6) To dissolve the Company;

(3.7) To issue the debentures of the Company for public offering;

(3.8) To amalgamate the Company's business with other companies;

(3.9) To perform other matters as required the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

SG CAPITAL

สิ่งที่ส่งมาด้วย 5

Enclosure 5

เอกสารตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์

Acceptance Form for Attending the Meeting via Electronic Means

วันที่....................เดือน....................พ.ศ......................

Date Month Year

(1) ข้าพเจ้า.. หมายเลขบัตรประชาชน/หนังสือเดินทาง..

I/We Identification Card/Passport No.

สัญชาติ.......................บ้านเลขที่.......................ถนน..............................ตำบล/แขวง....................................

Nationality Residing at No. Road Sub district

อำเภอ/เขต..จังหวัด...................................... รหัสไปรษณีย์...............................

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ **บริษัท เอสจี แคปปิตอล จำกัด (มหาชน)**

Being a shareholder of **SG Capital Public Company Limited**

โดยถือหุ้นรวมทั้งสิ้น .... หุ้น

Holding the total amount of shares.

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2569

I would like to attend and cast the vote at the Extraordinary General Meeting of Shareholders No. 1/2026 via electronic device:

☐ เข้าร่วมประชุมด้วยตัวเอง
Self-attending

☐ มอบฉันทะให้ (นาย/นาง/นางสาว)…………………………………................. เข้าร่วมการประชุมดังกล่าว
Proxy to to attend the meeting.

(3) ข้อมูลในการจัดส่ง Link และคู่มือการเข้าใช้งานระบบประชุม

Please send the Link and Manual for attending the meeting via below channels:

อีเมล…………………………………………………………………….......(โปรดระบุ)
E-Mail Please fil in the blank.

โทรศัพท์มือถือ…………………………………………………………………....(โปรดระบุ)
Mobile Phone No. Please fil in the blank.

(4) จัดส่งเอกสารและหลักฐานเพื่อยืนยันตัวตนตาม **สิ่งที่ส่งมาด้วย 3** **ได้ตั้งแต่วันที่ 21– 28 กันยายน 2569 จากนั้น โปรดส่งแบบฟอร์มนี้มายังบริษัททาง E-mail :** Comsec@sgcapital.co.th หรือ IR@sgcapital.co.th

Please submit the required document per an **Enclosure 3** from **21 – 28 September 2026** then send this completely filled via e-mail: Comsec@sgcapital.co.th **or** IR@sgcapital.co.th

(5) เมื่อได้รับการยืนยันตัวตน ผู้ให้บริการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์จะจัดส่ง Link สำหรับเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the service provider will send the Link and Manual for attending the meeting via your given email.

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account No. and your Identification Card No. for log in to the meeting system.

ลงชื่อ/Signed..ผู้ถือหุ้น/Shareholder

(……..)

แบบคำถามสำหรับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2569

Advance Enquiry Submission Form for the Extraordinary General Meeting of Shareholders No. 1/2026

ข้าพเจ้า (โปรดกรอกชื่อ-สกุล ด้วยตัวบรรจง) ....

I/We (Please fill in full name with proper handwriting)

ที่อยู่เลขที่.. หมู่................................ ซอย........................

Address No Moo

Soi

หมู่บ้าน.. ถนน...

Village Road

ตำบล /แขวง...อำเภอ/เขต...

Sub-District District

จังหวัด.. รหัสไปรษณีย์ ....

Province Postal code

โทรศัพท์..อีเมล (ถ้ามี)..

Phone Number E-mail (if any)

มีความประสงค์จะสอบถามเกี่ยวกับบริษัท หรือ ระเบียบวาระการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2569 ดังนี้

Questions regarding the Company and/or the agenda items of the Extraordinary General Meeting of Shareholders No.1/2026:

……..

……..

……..

……..

……..

……..

……..

ลงชื่อ/Signed...ผู้ถือหุ้น/Shareholder

(...)

จากนั้น โปรดส่งแบบฟอร์มนี้มายังบริษัท ทาง E-mail : Comsec@sgcapital.co.th or IR@sgcapital.co.th ภายในวันที่ 25 กันยายน 2569
ทั้งนี้ หากเป็นคำถามที่ไม่เกี่ยวกับบริษัท หรือ ระเบียบวาระการประชุมในครั้งนี้ บริษัทขอสงวนสิทธิใน การไม่ตอบคำถามดังกล่าว

Please send the duly completed form to the Company via email at Comsec@sgcapital.co.th or IR@sgcapital.co.th by 25 September 2026.

With regard to questions submitted by shareholders, the Company reserves the right not to respond to any questions that are unrelated to the Company or the agendas of the Extraordinary General Meeting of Shareholders No.1/2026.