



Dusit Thani

PUBLIC COMPANY LIMITED
REG.NO. 0107536000617

- TRANSLATION -

CSO 006/2026

January 29, 2026

Subject : Notice of the Extraordinary General Meeting of Shareholders No. 1/2025
(postponed from September 26, 2025 and December 4, 2025)

To : Shareholders

Reference : A Letter from Chanut & Children Company Limited dated August 11, 2025
submitted to the Board of Directors of Dusit Thani Public Company Limited
RE: Request for the Extraordinary General Meeting of Shareholders to be
Convened within 45 days as Specified by Law

Enclosure : As listed in the table of contents

- No. 1 Minutes of the Annual General Meeting of Shareholders No. 32/2025 in a QR Code format
- No. 2 Summary of Financial Statements for the year ended December 31, 2024
- No. 3 Profiles of the persons nominated as directors to replace those retiring by rotation
- No. 4 Profiles of the persons nominated as additional directors
- No. 5 The Company's Definition of Independent Director
- No. 6 The Company's Articles of Association relating to the Shareholders' Meeting
- No. 7 Documents Required to Attend the Meeting, Appointment of Proxy, Submission of Meeting Attendance Request Form (E-Request) and Voting, Counting, and Announcement of the Vote for Meeting via Electronic Media (E-Meeting)
- No. 8 Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (E-Meeting)
- No. 9 Profiles of Independent Directors proposed for appointment as Proxy by the Shareholders
- No. 10 QR Code downloading procedures for the minutes of the Annual General Meeting of Shareholders No. 32/2025 and the 2024 Annual Report (Form 56-1 One Report)
- No. 11 Privacy Notice for the 2025 Shareholders' Meeting
- No. 12 Question Form for the Extraordinary General Meeting of Shareholders No. 1/2025
- No. 13 Proxy Form A and B as specified by the Department of Business Development, Ministry of Commerce, and can also be downloaded from www.dusit-international.com
- No. 14 Representation Form and Consent of Nominated Candidate for Directorship in Dusit Thani Public Company Limited and Attachments

Dusit Thani Public Company Limited (the "Company") convened its Extraordinary General Meeting of Shareholders No. 1/2025 on September 26, 2025 and December 4, 2025. However, the meeting was unable to complete the consideration of all agenda items, in accordance with Section 105, Paragraph 3 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) due to the necessity to postpone the consideration of the remaining agenda items in accordance with the advice of the legal advisors.

The Company therefore cordially invites the shareholders to attend the Extraordinary General Meeting of Shareholders No. 1/2025, to be held on Friday, February 6, 2026 at 14.00 hrs. The meeting will be conducted through electronic media (E-Meeting) only, in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other applicable laws and regulations, as specified by the Extraordinary General Meeting of Shareholders No. 1/2025 convened on September 26, 2025 and December 4, 2025. This meeting is a continuation of the previously scheduled meeting on Friday, September 26, 2025 and Thursday, December 4, 2025.

Please note that the list of shareholders eligible to attend the Extraordinary General Meeting of Shareholders No. 1/2025 remains based on the original Record Date, which is September 10, 2025.

For shareholders who wish to authorize a proxy to attend the Meeting and have previously submitted a proxy form:

- (a) In case no new proxy form is submitted, the Company will refer to the original proxy form previously submitted for the Extraordinary General Meeting of Shareholders No. 1/2025 convened on September 26, 2025 and December 4, 2025, which shall remain valid for use in the rescheduled meeting on February 6, 2026 . There is no need to submit a new proxy form.
- (b) In case a new proxy form is submitted, the Company will use the most recently submitted proxy form.

Furthermore, shareholders or proxy holders are required to submit a meeting participation request form again. Please refer to Attachment No. 8 of this notice for further details.

The Company hereby presents the continued agenda items which postponed from the Extraordinary General Meeting of Shareholders No. 1/2025 convened on September 26, 2025 and December 4, 2025, for the meeting, along with the opinions of the Board of Directors, for your consideration.

Agenda 1 To adopt the minutes of the Annual General Meeting of Shareholders No. 32/2025

Since this agenda was already voted in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, September 26, 2025, and the Meeting resolved to adopt the minutes, **this agenda will no longer be proposed to the shareholders for considering in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, February 6, 2026.**

Agenda 2 To consider and approve the Audited Financial Statements for the year ended December 31, 2024 and the auditor's report

Since this agenda was already voted in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, September 26, 2025, and the Meeting resolved to approve the Audited Financial Statements, **this agenda will no longer be proposed to the shareholders for considering in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, February 6, 2026.**

Agenda 3 To consider and approve the removal of Mr. Chanin Donovanik as a director of the Company

Since this agenda was already voted in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, September 26, 2025, and the Meeting resolved to disapprove the removal of Mr. Chanin Donovanik as a director of the Company, **this agenda will no longer be proposed to the shareholders for considering in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, February 6, 2026.**

Agenda 4 To consider and approve the increase in numbers of directors, the appointment of new directors, and the amendment of the directors' signing authority as follows:

Agenda 4.1 To elect four directors in replacement of those retiring by rotation.

Objective and Reason: Pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (as amended) and Clause 14 of the Company's Articles of Association, one-third of the directors must retire at the Annual General Meeting of Shareholders and those may be re-elected to hold the office for another term. However, at the Annual General Meeting of Shareholders No. 32/2025 held on May 28, 2025 (postponed from April 25, 2025), the re-election of four directors retiring by rotation was not approved, resulting in vacancies on the Board of Directors.

According to the referenced letter, a shareholder has nominated 4 candidates for consideration to be elected as directors in replacement of those retiring by rotation, namely:

No.	Name	Nominated Position	Approached by
1.	Dr. Parnpree Bahiddha-nukara*	Independent Director	Not Applicable
2.	Mr. Kulit Sombatsiri	Independent Director	<i>Requested information not received</i>
3.	Mr. Thaweelap Rittapirom	Independent Director	Chanut & Children Company Limited
4.	Miss Ajarin Pattanapanchai	Independent Director	<i>Requested information not received</i>

*Remark : Dr. Parnpree Bahiddha-nukara submitted a letter to the Company dated September 3, 2025, notifying his withdrawal from being nominated as a candidate for election as a director, due to other responsibilities that may affect his ability to serve as a director of Dusit Thani Public Company Limited.

Board of Directors' opinion: The Board of Directors proposed this agenda item to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended) as Chanut & Children Company Limited, a shareholder in the Company's shareholder register holding of not less than 10 percent of the Company's total issued shares, submitted the letter to the Board of Directors requesting the convening of the Extraordinary General Meeting of Shareholders and the proposal of such the agenda item. Profile of the four nominated candidates and the Company's definition of Independent Director are as per Attachments No. 3 and No. 5 respectively.

However, the Board of Directors considered that disclosure of information should be more detailed than usual as this meeting is convened pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended) which is requested by the shareholder to convene such a meeting. The Board of Directors has a duty to present any information it deems material to ensure that shareholders have sufficient information for their consideration.

The Nomination, Remuneration and Corporate Governance Committee, excluding directors who have a conflict of interest, reviewed qualifications and suitability of the nominated candidates for directorship based on the information provided by the candidates and publicly available sources. The Committee considered as follows:

- 1) **Mr. Kulit Sombatsiri** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (the Notification of Securities and Exchange Commission No. Kor Jor. 3/2560 Re: Determination of Untrustworthy Characteristics of Directors and Executives of Companies (“Notification Kor Jor. 3/2560”). However, it is noted that the Company has not received additional information requested from Mr. Kulit Sombatsiri, as detailed in the Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited (Attachment No. 14).

Furthermore, the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company’s director, the Company requested Mr. Kulit Sombatsiri to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court’s database. However, Mr. Kulit Sombatsiri informed that all information previously provided to the Company constitutes personal and confidential data. Therefore, Mr. Kulit Sombatsiri reserves the right to take legal action against all relevant parties should any of his information be disclosed without his consent.

- 2) **Mr. Thaweelap Rittapirom** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (Notification Kor Jor. 3/2560).

Furthermore, the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company’s director, the Company requested Mr. Thaweelap Rittapirom to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court’s database. Mr. Thaweelap Rittapirom has already provided such clarification to the Company, and it appears that the court has rendered a final judgment dismissing Mr. Thaweelap Rittapirom in the case in question. Mr. Thaweelap Rittapirom has consented to the Company disclosing any information or documentary evidence that he has submitted to the Company.

- 3) **Miss Ajarin Pattanapanchai** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (Notification Kor Jor. 3/2560). However, it is noted that the Company has not received additional information requested from Miss Ajarin Pattanapanchai, as detailed in the Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited (Attachment No. 14).

Furthermore, the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company's director, the Company requested Miss Ajarin Pattanapanchai to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court's database. Miss Ajarin Pattanapanchai has stated that the information she provided to the Company constitutes personal and confidential data. Therefore, Miss Ajarin Pattanapanchai reserves the right not to disclose any information without her prior written consent and further reserves the right to take legal action against any parties involved should any of her information be disclosed without such consent.

Remark As the candidates No.1 to 4 are nominated for election of directors by Chanut & Children Company Limited, a major shareholder, who proposed the agenda pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended), the Company is required to convene the shareholders' meeting within 45 days.

Therefore, the Nomination, Remuneration, and Corporate Governance Committee would like to inform the shareholders that, within the limited timeframe, the Committee has performed its duties to the extent possible in verifying the legal qualifications of the nominated candidates and ensuring that they do not possess any prohibited characteristics as specified by the Capital Market Supervisory Board.

As for other qualifications—such as vision, business expertise, experience, management capability, integrity, and ethics—the shareholders are kindly requested to consider the profiles of the nominated candidates as provided in Attachment No. 3, which contains information received from Chanut & Children Company Limited and the nominated candidates for consideration.

In addition, the Company has acknowledged concerns raised by its stakeholders, including business partners, financial institutions, and residents of the Dusit Residences project, regarding the potential impact of changes in the Board structure. These concerns relate to the continuity of business operations and confidence in the Company's business conduct. Such changes may also affect the Company's policies and strategic direction, potentially deviating from the current course of operations. Therefore, the shareholders are kindly requested to exercise careful judgment in considering the appropriateness of this agenda item.

Voting: Approval of this agenda item requires a majority vote of the shareholders who are present at the meeting and cast their vote. The election procedures are in accordance with Clause 13 of the Company's Articles of Association.

Agenda 4.2 To consider and approve the increase in the number of directors and independent directors from currently twelve to eighteen directors by electing five more candidates nominated for the position of director and one candidate nominated for the position of new independent director, totalling six candidates as follows:

Objective and Reason: As proposed by a shareholder, a letter was submitted to the Board of Directors requesting consideration and approval to increase the number of directors from 12 to 18 persons, comprising 5 additional directors and 1 additional independent director.

According to Clause 12 of the Company's Articles of Association, it specifies that the Company shall have a board of directors consisting of at least six (6) directors and not exceeding nineteen (19) directors. And Section 70 of the Public Limited Companies Act B.E. 2535 (as amended) and Clause 13 of the Company's Articles of Association specify that the directors shall be elected by voting of the shareholders' meeting in accordance with specified rules and procedures. As referenced in the aforementioned letter, the shareholder has nominated candidates for consideration as additional directors as follows:

No.	Name	Nominated Position	Approached by
1.	Dr. Krisada Kaweeyarn*	Director	A shareholder of Dusit Thani
2.	Mr. Sek Wannamethee*	Director	<i>Requested information not received</i>
3.	Mr. Pandit Mongkolkul*	Director	Central Pattana Public Company Limited
4.	Mr. Poom Osatananda*	Director	Central Pattana Public Company Limited
5.	Mr. Supasak Chirasavinuprapand	Director	<i>Requested information not received</i>
6.	Mr. Pichai Dusdeekulchai	Independent Director	Invited by another nominated candidate

*Remark :

- (1) Dr. Krisada Kaweeyarn holds the position of authorized director of (a) I Am Chinatown Co., Ltd., which operates business involving leasing and management of real estate owned by the company or leased from others for residential purposes; and (b) Altus Capital Siam Acquisitions Two Co., Ltd., which operates a business providing other services related to real estate in exchange for compensation or under a service contract. These aforementioned businesses are highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.
- (2) Mr. Sek Wannamethee submitted a letter to the Company dated October 6, 2025, notifying his withdrawal from being nominated as a candidate for election as a director, due to other responsibilities that may affect his ability to serve as a director of Dusit Thani Public Company Limited.
- (3) Mr. Pandit Mongkolkul holds the position of Chief Financial Officer of Central Group of Companies Co., Ltd., which operates businesses involving hotels, real estate and shopping malls. There is highly likely to be of similar nature and may potentially compete with the business of the Company and its group companies.
- (4) Mr. Poom Osatananda holds the position of Co-Chief Executive Officer of CPN Reit Management Co., Ltd., in which Central Pattana Public Company Limited—engages in the development and leasing of large-scale shopping centers, as well as related and supporting businesses such as office buildings, food centers, hotels, and residential properties—holds 99 percent of the total voting rights. There is highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.

Board of Directors' Opinion: The Board of Directors proposed this agenda item to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended) as Chanut & Children Company Limited, a shareholder in the Company's shareholder register holding of not less than 10 percent of the Company's total issued shares, submitted the letter to the Board of Directors requesting the convening of the Extraordinary General Meeting of Shareholders and the proposal of such the agenda item. Profiles of the six nominated candidates and the Company's definition of Independent Director are set out in Attachments No. 4 and No. 5 respectively.

The Nomination, Remuneration and Corporate Governance Committee, excluding directors who have a conflict of interest, reviewed qualifications and suitability of the nominated candidates for directorship based on the information provided by the candidates and publicly available sources. The Committee considered as follows:

- 1) **Dr. Krisada Kaweeyarn** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (the Notification of Securities and Exchange Commission No. Kor Jor. 3/2560. However, Dr. Krisada Kaweeyarn holds a position in businesses that are highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.

In addition to the information disclosed by Dr. Krisada Kaweeyarn in the Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited (Attachment No. 14), the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company's director, the Company requested Dr. Krisada Kaweeyarn to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court's database. Dr. Krisada Kaweeyarn informed that all information provided to the Company constitutes personal and confidential data. Therefore, Dr. Krisada Kaweeyarn reserves the right to take legal action against all relevant parties should any of his information be disclosed without his prior written consent.

- 2) **Mr. Pandit Mongkolkul** possesses all the qualifications required under the Public Limited Companies Act and is listed in Thai Whitelist as of September 3, 2025. However, Mr. Pandit Mongkolkul holds a position in the business that is highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.

The Company did not request Mr. Pandit Mongkolkul to provide any clarification regarding the details of any criminal case dispute, as the review of the court's case database revealed that Mr. Pandit Mongkolkul was not listed as a defendant in any criminal case.

- 3) **Mr. Poom Osatananda** possesses all the qualifications required under the Public Limited Companies Act and is listed in Thai Whitelist as of September 3, 2025. However, Mr. Poom Osatananda holds a position in the business that is highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.

Mr. Poom Osatananda did not indicate in the Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited (Attachment No. 14) that there are any cases involving him.

However, the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company's director, the Company requested Mr. Poom Osatananda to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court's database. Mr. Poom Osatananda informed the Company in the sense that the case in question is not directly related to him personally and further informed that he does not consent to the presentation of any incorrect, irrelevant, or misleading information to the shareholders. Mr. Poom Osatananda reserves all legal rights to take any and all actions to the fullest extent of the law should the Company proceed to present any incorrect, irrelevant, or misleading information to the shareholders, which may cause direct or indirect damage to him.

- 4) Mr. Supasak Chirasavinuprapand** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (Notification Kor Jor. 3/2560).

Mr. Supasak Chirasavinuprapand did not indicate in the Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited (Attachment No. 14) that there are any cases involving him.

However, the Company wishes to inform that, for the purpose of assessing the appropriateness of holding the position as the Company's director, the Company requested Mr. Supasak Chirasavinuprapand to provide clarification regarding the details of the dispute concerning the criminal case information recorded in the court's database. Mr. Supasak Chirasavinuprapand has stated that he reserves all rights, whether civil or criminal, against any member of the Company's Board of Directors who discloses any information attached to the letter requesting such clarification or any related information to any subcommittee, advisor, employee, shareholder, and/or third party, under any circumstances, without his prior written consent.

- 5) Mr. Pichai Dusdeekulchai** possesses all qualifications required under the Public Limited Companies Act and does not exhibit any characteristics of untrustworthiness as defined under the Securities and Exchange Act (Notification Kor Jor. 3/2560).

The Company did not request Mr. Pichai Dusdeekulchai to provide any clarification regarding the details of any criminal case dispute, as the Company's review of the court's case database revealed that Mr. Pichai Dusdeekulchai was not listed as a defendant in any criminal case.

Remark As the candidates No.1 to 6 are nominated for election of directors by Chanut & Children Company Limited, a major shareholder, who proposed the agenda pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended), the Company is required to convene the shareholders' meeting within 45 days.

Therefore, the Nomination, Remuneration, and Corporate Governance Committee would like to inform the shareholders that, within the limited timeframe, the Committee has performed its duties to the extent possible in verifying the legal qualifications of the nominated candidates and ensuring that they do not possess any prohibited characteristics as specified by the Capital Market Supervisory Board.

As for other qualifications—such as vision, business expertise, experience, management capability, integrity, and ethics—the shareholders are kindly requested to consider the profiles of the nominated candidates as provided in Attachment No. 4, which contains information received from Chanut & Children Company Limited and the nominated candidates for consideration.

In addition, the Company has acknowledged concerns raised by its stakeholders, including business partners, financial institutions, and residents of the Dusit Residences project, regarding the potential impact of changes in the Board structure. These concerns relate to the continuity of business operations and confidence in the Company's business conduct. Such changes may also affect the Company's policies and strategic direction, potentially deviating from the current course of operations. Therefore, the shareholders are kindly requested to exercise careful judgment in considering the appropriateness of this agenda item.

The Board of Directors would like to inform the shareholders that there are 3 nominated candidates, namely, (1) Mr. Pandit Mongkolkul, who holds the position of Chief Financial Officer of Central Group of Companies Co., Ltd., (2) Mr. Poom Osatananda, who holds the position of Co-Chief Executive Officer of CPN Reit Management Co., Ltd., in which Central Pattana Public Company Limited holds 99 percent of the total voting rights, and (3) Dr. Krisada Kaweeyarn, who holds the position of authorized director of (a) I Am Chinatown Co., Ltd., which operates business involving leasing and management of real estate owned by the company or leased from others for residential purposes; and (b) Altus Capital Siam Acquisitions Two Co., Ltd., which operates a business providing other services related to real estate in exchange for compensation or under a service contract. These nominated candidates hold positions in the businesses that are highly likely to be of a similar nature and may potentially compete with the business of the Company and its group companies.

In accordance with Section 86, paragraph one of the Public Limited Companies Act B.E. 2535 (as amended), which prohibits directors from engaging in businesses of a similar nature and in competition with the Company, or from serving as directors of private or other companies operating similar and competing businesses—whether for personal benefit or for the benefit of others—unless such information has been disclosed to the shareholders' meeting prior to the resolution for appointment, the Board of Directors hereby informs this important information to the shareholders for acknowledgment prior to the voting.

Voting: Approval of this agenda item requires a majority vote of the shareholders who are present at the meeting and cast their vote. The election procedures are in accordance with Clause 13 of the Company's Articles of Association.

Agenda 4.3 To consider and approve the amendment of the directors’ signing authority on behalf of the Company from “Name and number of directors authorized to sign on behalf of the Company: Mr. Chanin Donavanik, Mrs. Sinee Thienprasiddhi, Mrs. Suphajee Suthumpun, any two of such three directors jointly sign and affix the company seal”¹

To “Name and number of directors authorized to sign on behalf of the Company: Mrs. Sinee Thienprasiddhi, Dr. Krisada Kaweeyarn, Mr. Supasak Chirasavinuprap and, any two of such three directors jointly sign and affix the company seal”

Objective and Reason: As proposed by a shareholder, a letter was submitted to the Board of Directors requesting consideration of the amendment of the directors’ signing authority on behalf of the Company and affix the company seal to be in line with newly appointed directors.

According to Clause 19 of the Company’s Articles of Association, the meeting of shareholders or the meeting of Board of Directors may fix and amend the name list of the directors whom are authorized to sign and affix the company seal in order to bind the Company.

Board of Directors’ opinion: The Board of Directors proposed this agenda item to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended) as Chanut & Children Company Limited, a shareholder in the Company’s shareholder register holding of not less than 10 percent of the Company’s total issued shares, submitted the letter to the Board of Directors requesting the convening of the Extraordinary General Meeting of Shareholders and the proposal of such the agenda item.

The Board of Directors, excluding directors who have conflicts of interest (namely Mr. Chanin Donavanik and Mrs. Sinee Thienprasiddhi), respectfully requests that shareholders exercise discretion in considering the agenda regarding the change of directors’ signing authority on behalf of the Company and affix the Company seal.

This is due to the fact that the nominated candidates include two external persons who may not yet possess sufficient experience or understanding of the Company’s business operations, yet would be authorized to sign on behalf of the Company independently. Furthermore, Dr. Krisada Kaweeyan holds a position in a business that is highly likely to be of a similar nature and may potentially compete with the Company and its group companies.

In addition, the Company has received concerns from stakeholders, including business partners, financial institutions, and residents of the Dusit Residences project, regarding the potential impact on business continuity and confidence in the Company’s operations. Such changes may also affect the Company’s business policies and strategic direction, potentially deviating from the current course of

¹ On September 12, 2025, the Board of Directors passed a resolution to approve the amendment of directors’ signing authority on behalf of the Company from “Name and number of directors authorized to sign on behalf of the Company: Mr. Chanin Donavanik, Mrs. Sinee Thienprasiddhi, Mrs. Suphajee Suthumpun, any two of such three directors jointly sign and affix the company seal”

To “Name and number of directors authorized to sign on behalf of the Company: Mr. Chanin Donavanik, Mrs. Sinee Thienprasiddhi, Mr. Pakhawat Kovithvathanaphong, any two of such three directors jointly sign and affix the company seal”

operations. Therefore, the Board of Directors urges shareholders to carefully consider the appropriateness of the proposed changes.

Voting: Approval of this agenda item requires a majority vote of the shareholders who are present at the meeting and cast their vote.

Agenda 5 To consider and approve the registration of the amendments regarding the increase in number of directors and the directors' signing authority to the Registrar of the Office of the Company and Partnership Registration, Department of Business Development and other relevant governmental agencies, as well as to consider granting authority to the directors to proceed with such registrations

Objective and Reason: To align with the change of directors and the directors' signing authority, the Company shall proceed with the necessary filings and notifications to the Registrar of the Office of the Company and Partnership Registration, Department of Business Development and other relevant governmental agencies.

Board of Directors' opinion: The Board of Directors proposed this agenda item to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended) as Chanut & Children Company Limited, a shareholder in the Company's shareholder register holding of not less than 10 percent of the Company's total issued shares, submitted the letter to the Board of Directors requesting the convening of the Extraordinary General Meeting of Shareholders and the proposal of such the agenda item.

Voting: Approval of this agenda item requires a majority vote of the shareholders who are present at the meeting and cast their vote.

Agenda 6 Other matters (if any)

Board of Directors' opinion: Since the Extraordinary General Meeting of Shareholders is being convened pursuant to Section 100 of the Public Limited Companies Act B.E. 2535 (as amended), being the same Extraordinary General Meeting of Shareholders that was postponed from Friday, September 26, 2025, and Thursday, December 4, 2025, based on the request submitted by the shareholder to the Board of Directors. Therefore, the meeting must be limited to the matters specified in the shareholder's request only. Shareholders attending the meeting may not propose additional agenda for consideration. This is in line with the opinion of the Council of State, Opinion No. 879/2561, regarding the implementation of Section 100 of the Public Limited Companies Act B.E. 2535, as amended by Order No. 21/2560 of the Head of the National Council for Peace and Order concerning the Amendment of Laws to Facilitate the Conduct of Business.

All shareholders are cordially invited to attend the Extraordinary General Meeting of Shareholders No. 1/2025 **on Friday, February 6, 2026 at 14.00 hrs. via electronic media (E-Meeting) only (The Company has not arranged a physical venue).** The Company has fixed September 10, 2025, as the Record Date to determine shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2025. The meeting attendance request form and other required documents can be submitted via E-Request in advance beginning from **Friday, January 30, 2026 at 08.30 hrs. until the meeting is adjourned.** After your submitted

request form has been verified and approved, the registered shareholder or proxy will receive an approval notification email containing information about username and password and a link to register and attend the meeting on the meeting day (February 6, 2026). The E-Meeting system will be accessible for meeting registration on Friday, February 6, 2026, from 12.00 hrs. until the meeting is adjourned.

Shareholders or proxies can access the E-Request at:
<https://app.inventech.co.th/DUSIT554424R/#/homepage>



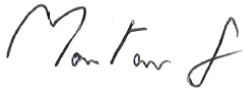
or scan QR Code

For shareholders who attended the Extraordinary General Meeting of Shareholders No. 1/2025 on September 26, 2025 and December 4, 2025, in person and later on wish to appoint a proxy to attend and vote on their behalf in the meeting, please kindly complete and duly sign either Proxy Form A or Form B or Form C (Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares) provided herewith as Attachment No. 13 or download them from the Company's website at www.dusit-international.com and **execute only one of the aforementioned forms**. Then, submit the meeting attendance request form and other required documents via E-Request and **submit the completed Proxy Form with the required documents to the Company in advance so that the Company can receive them by Thursday, February 5, 2026, at 17.00 hrs.** For your convenience, the Company will facilitate the affixing of stamp duty to the Proxy Form submitted to the Company (in case the shareholders who used to submit proxies for the Extraordinary General Meeting of Shareholders No. 1/2025 on September 26, 2025 and December 4, 2025, the proxies can be used for the Extraordinary General Meeting of Shareholders on Friday, February 6, 2026. However, shareholders are still required to submit the meeting attendance request form to attend the Meeting on Friday, February 6, 2026).

Shareholders or proxies can find the details about documents required to attend the meeting, appointment of proxy, submission of meeting attendance request form (E-Request), and Voting, Counting, and Announcement of the Vote for Meeting via Electronic Media (E-Meeting) in Attachment No. 7 and the details about procedures for submitting meeting attendance request form (E-Request) and using electronic meeting systems (E-Meeting) in Attachment No. 8. In addition, the shareholders can appoint the Company's independent director to act as your proxy to vote on your behalf by giving a clear vote instruction for each agenda item (please use Proxy Form B). Profiles of the Independent Directors proposed by the Company for appointment as proxy by the shareholders, being Prof. Emeritus Dr. Khunying Suchada Kiranandana, Mr. Teerapol Chotichanapibal, and Miss Piyaporn Phanachet, are set out in Attachment No. 9.

In this regard, for your convenience, shareholders or proxies are encouraged to submit questions in advance to the Extraordinary General Meeting of Shareholders by Thursday, February 5, 2026, at 17.00 hrs. via channels provided (please use the Form for submission of questions in advance provided herewith as Attachment No. 12). Questions will then be gathered, and only those directly related to the agenda items where voting is involved will be addressed during the meeting. The minutes of the Extraordinary General Meeting of Shareholders will be disclosed on the SETLink and published on the Company's website within 14 days of the meeting adjourned.

Sincerely yours,
By Order of the Board of Directors,



(Miss Mantanee Surakarnkul)
Company Secretary

Remark: The Notice to Shareholders and its attachments have been publicized on the Company's website at www.dusit-international.com. For any questions concerning the agenda items or other questions relating to the Company, shareholders can send them to the Company by Thursday, February 5, 2026, at 17.00 hrs., through E-mail: comsec@dusit.com or the Company's address.

Company Secretary Office
Tel: 0-2200-9999 ext. 3638, 3062-3, 3067

For inquiries about E-Meeting system/technical support, please contact:

Call Center Tel: 02-460-9226 (available from January 30 to February 6, 2026 at 08.30 – 17.30 hrs. (Business days only))