



## **Dusit Thani Public Company Limited**

**Notice of the Extraordinary General Meeting of  
Shareholders No. 1/2025**  
**On Friday, February 6, 2026 at 14.00 hrs.**  
(which was postponed from the meeting on September 26, 2025  
and December 4, 2025)

**via Electronic Media (E-Meeting) only**  
(Registration starts at 12.00 hrs.)

Dusit Thani Public Company Limited kindly requests for shareholders' and/or proxies' cooperation to study the details about procedures for registration of E-Meeting, and prepare identification documents, as well as study the procedures for voting and attending the E-Meeting or appointing an independent director of the Company to act as your proxy to vote on your behalf.

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



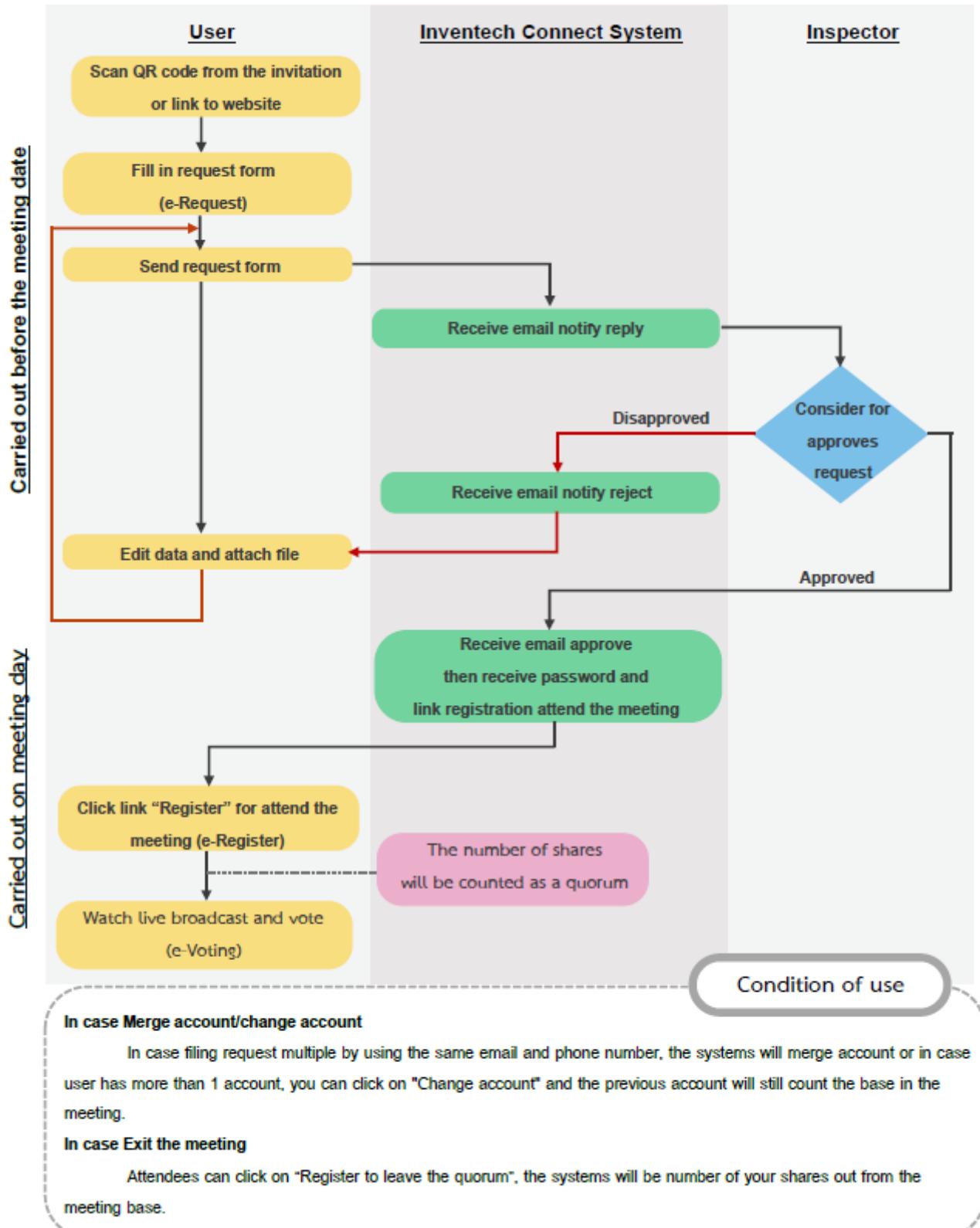
Or scan QR Code

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**- TRANSLATION -**

**Guidelines for attending of Electronic Meeting**





**Dusit Thani**

PUBLIC COMPANY LIMITED  
REG.NO. 0107536000617

**- TRANSLATION -**

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

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 Donavanik 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 Donavanik 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. Taweelap Rittaprom has already provided such clarification to the Company, and it appears that the court has rendered a final judgment dismissing Mr. Taweelap Rittaprom in the case in question. Mr. Taweelap Rittaprom 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"<sup>1</sup>**

**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

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<sup>1</sup> 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"

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 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: <a href="https://app.inventech.co.th/DUSIT554424R/#/homepage">https://app.inventech.co.th/DUSIT554424R/#/homepage</a>	 or scan QR Code
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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](http://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](http://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](mailto: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)).

**The supporting document of Agenda 1: To adopt the minutes of the Annual General Meeting of Shareholders No. 32/2025**

**The Minutes of the Annual General Meeting of Shareholders No. 32/2025**

**held on April 25, 2025 and May 28, 2025 (the postponed meeting)**

**in the form of QR Code or click the link below:**



**<https://shorturl.asia/uU3vq>**

**The supporting document of Agenda 2: To consider and approve the Audited Financial Statements for the year ended December 31, 2024 and the auditor's report**

**Summary of Financial Statements for the year ended December 31, 2024**

**The Statement of Financial Position for the year ended December 31, 2024 and 2023**

Unit: THB Million

Description	Consolidated financial statements		Change	Separate financial statements		Change
	2024	2023		2024	2023	
Total assets	38,271	27,922	10,349	16,459	15,914	545
Total liabilities	29,482	23,609	5,873	11,785	10,850	935
Total equity	8,789	4,313	4,476	4,674	5,064	(390)
Equity attributable to owners of the Company	7,209	3,440	3,769	4,674	5,064	(390)
<b>Book value per share (THB)</b>	<b>8.53</b>	<b>4.07</b>	<b>4.46</b>	<b>5.50</b>	<b>5.96</b>	<b>(0.46)</b>

**The Statement of Income for the year ended December 31, 2024 and 2023**

Unit: THB Million

Description	Consolidated financial statements		Change	Separate financial statements		Change
	2024	2023		2024	2023	
Revenue from sales and services	10,109	5,377	4,732	1,163	1,038	125
<b>Less</b> Cost of sales and services	(6,547)	(2,979)	(3,568)	(510)	(471)	(39)
Less Cost of services – depreciation and amortization	(681)	(634)	(47)	(170)	(169)	(1)
<b>Gross profit (loss)</b>	<b>2,881</b>	<b>1,764</b>	<b>1,117</b>	<b>483</b>	<b>398</b>	<b>85</b>
Total other income	1,096	1,033	63	1,327	1,228	99
<b>Profit before expenses</b>	<b>3,977</b>	<b>2,797</b>	<b>1,180</b>	<b>1,810</b>	<b>1,626</b>	<b>184</b>
<b>Less</b> Total expenses	(3,873)	(3,368)	(505)	(2,107)	(1,822)	(285)
<b>Profit (loss) before income tax expenses</b>	<b>104</b>	<b>(571)</b>	<b>675</b>	<b>(297)</b>	<b>(196)</b>	<b>(101)</b>
Less Tax (expense) income	(255)	(13)	(242)	(6)	(5)	(1)
<b>Profit (loss) for the year</b>	<b>(151)</b>	<b>(584)</b>	<b>433</b>	<b>(303)</b>	<b>(201)</b>	<b>(102)</b>
<b>Profit (loss) attributable to owners of the Company</b>	<b>(237)</b>	<b>(570)</b>	<b>333</b>	<b>(303)</b>	<b>(201)</b>	<b>(102)</b>
Profit (loss) attributable to non – controlling interests	86	(14)	100	-	-	-
<b>Earnings (loss) per share</b>						
- Owners of the Company (THB)	(0.42)	(0.82)	0.40	(0.50)	(0.38)	(0.12)

Details are shown in the Financial Statements of the Company's 2024 Annual Report (Form 56-1 One Report), on page 225-336, in the form of QR Code or click the link below.

**2024 Annual Report (Form 56-1 One Report)**  
**In the form of QR Code or click the Link below**



**The supporting document of Agenda 4.1: To elect four directors in replacement of those retiring by rotation**

**Profiles of the persons nominated as directors to replace those retiring by rotation**

**1. The profiles of the nominated persons**

**1.1 Dr. Parmpree Bahiddha-nukara (withdrew)**

**Proposed Type of Director**    Independent Director

## 1.2 Mr. Kulit Sombatsiri

**Proposed Type of Director** Independent Director  
**Age** 62 years



### Education

- Master of Business Administration (MBA), University of Southern California, USA
- Master of Public Administration (MPA) in Public Finance, San Diego State University, USA
- Bachelor of Arts (B.A.) in Public Administration, Ramkhamhaeng University, Thailand

### Training with Thai Institute of Directors (IOD)

- Director Certification Program (DCP), 2009

### Trainings/Other Seminars

- Executive Program for Senior Justice System Administrators, Class 24
- Rule of Law for Democracy Program (RLD), Class 6
- Thailand Energy Academy, Senior Executive Program in Energy Science, Class 6
- National Defence College (NDC), National Defence and Public-Private Partnership Program, Class 24
- Capital Market Academy (CMA), Senior Executive Program, Class 10
- Senior Executive Program for Civil Service Administrators (SEPCSA), Class 1

**Position in the company** None

**Position in Subsidiaries** None

**Position in other listed companies** None

**Position in other businesses** 5 organizations

Present	Chairman Director Qualified Commissioner	Big Data Institute Screening Committee for State Enterprise Directors • National Land Policy Committee • Public-Private Partnership Policy Committee • Public Sector Development Commission
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**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has not received requested information.

### Experiences

2023 – 2024	Advisor to the Prime Minister	Administration of Prime Minister Mr. Srettha Thavisin
2018 – 2023	Permanent Secretary	Ministry of Energy
2015 – 2018	Director-General	Customs Department
2014 – 2015	Director	State Enterprise Policy Office
2011 – 2014	Inspector-General	Ministry of Finance
2011 – 2010	Advisor on State Enterprise Development	State Enterprise Policy Office, Ministry of Finance
2010 – 2008	Deputy Director	State Enterprise Policy Office, Ministry of Finance
2008 – 2007	Director	Bureau of the Treasury Management, Treasury Department
2007 – 2006	Advisor to the Deputy Minister of Transport	(Mr. Sansern Wongcha-um) under the Administration of General Surayud Chulanont
2006 – 2005	Deputy Secretary-General	National Telecommunications Commission

2005 – 2002	Director	Government Procurement Standards Office, Comptroller General's Department
2002 – 2000	Director	Bureau of Public Finance System Reform, Comptroller General's Department
	Chairman	Liquidation Committee, Thai Asset Management Corporation (TAMC)
	Chairman	Government Savings Bank
	Chairman	National Credit Bureau Co., Ltd.
	Chairman	State Railway of Thailand
	Chairman	Electricity Generating Authority of Thailand (EGAT)
	Chairman	Electricity Generating Public Company Limited (EGCO)
	Director	ASEAN Potash Mining Co., Ltd.
		PTT International Co., Ltd.
		TOT Public Company Limited
		Financial Institutions Development Fund
		Krung Thai Asset Management Public Company Limited (KTAM)
		PTT Exploration and Production Public Company Limited (PTTEP)
	Director	Siam Commercial Bank Public Company Limited
	Director	PTT Public Company Limited

**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, for consideration of suitability and conflict of interest.**

### 1.3 Mr. Thaweelap Rittapirom



**Proposed Type of Director** Independent Director  
**Age** 57 years

#### Education

- Doctor of Juridical Science (J.S.D.), University of Chicago, USA, 2005
- Master of Laws (LL.M.), University of Chicago, USA, 1996
- Master of Laws (LL.M.), University of Michigan, USA, 1995
- Bachelor of Laws (LL.B.), Thammasat University, Thailand, 1989

#### Training with Thai Institute of Directors (IOD)

- Director Certification Program (DCP), Class 143/2011, 2011
- Director Accreditation Program (DAP), Class 87/2011, 2011

#### Trainings/Other Seminars

- National Defence College of Thailand (NDC), National Defence Course, Class 63

**Position in the company** None  
**Position in Subsidiaries** None

#### Position in other listed companies

2025 – Present	Director	Amanah Leasing Public Company Limited
2022 – Present	Director and Bank Manager	Islamic Bank of Thailand

#### Position in other businesses

2025 – Present	Member	Subcommittee on Legal and Regulatory Reform in Accordance with OECD Standards
2025 – Present	Distinguished Member (Finance)	Electronic Transactions Commission, Electronic Transactions Development Agency (ETDA), Ministry of Digital Economy and Society
2022 – Present	Distinguished Member of the University Council	Thammasat University
2020 – Present	Member of Law Development Committee	Office of the Council of State of Thailand
2019 - Present	Chairman	Educational Promotion Foundation, Satunwittaya School

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that no conflict of interest exists.

#### Experiences

2019 – 2022	Member of the Corporate Governance Committee	Bangkok Bank Public Company Limited
2018 – 2022	Executive Director	Bangkok Bank Public Company Limited
2010 - 2022	Executive Vice President	Bangkok Bank Public Company Limited
2006 – 2010	Manager	Bangkok Bank Public Company Limited, New York Branch, USA
2001 - 2006	Executive	Bangkok Bank Public Company Limited
1992 – 1993	Foreign Intern	Skadden, Arps, Slate, Meagher & Flom LLP, Headquarters, New York, USA
1989 – 1992	Legal Officer	The Siam Cement Public Company Limited (SCG)

**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).**

## 1.4 Miss Ajarin Pattanapanchai

**Proposed Type of Director** Independent Director  
**Age** 63 years



## Education

- Master of Business Administration (MBA), Management, Youngstown State University, Ohio, USA, 1987
- Bachelor of Engineering (B.Eng.), Industrial Engineering, Chulalongkorn University, 1984

## Training with Thai Institute of Directors (IOD)

- The Role of Chairman (RCM), 2025
- Director Certification Program (DCP), 2023
- Director Accreditation Program (DAP), 2019
- Risk Management Program for Corporate Leader (RCL), 2019

## Trainings/Other Seminars

National Defense College Program, Public-Private Sector Class 54, 2011, National Defense College

**Position in the company** None

**Position in Subsidiaries** None

**Position in other listed companies** 1 company  
Present Director WHA Corporation Public Company Limited

**Position in other businesses** 2 companies  
Present Director Eagles Air & Sea (Thailand) Co., Ltd  
Present Director Sky CC Co., Ltd.

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has not received requested information.

## Experiences

Experiences	Permanent Secretary Deputy Secretary-General (Senior Executive)	Ministry of Digital Economy and Society Office of the Board of Investment
2017 – 2022		
2015-2017		

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, for consideration of suitability and conflict of interest.

**2. Shareholdings in Dusit Thani Public Company Limited of nominated persons as of September 10, 2024 (Record Date)**

Nominated persons	No. of shareholding		Total shares	% of issued shares
	Hold by himself/ herself	Hold by related person (included holding by spouse and minor children)		
1. Dr. Parnpree Bahiddha-nukara	-	-	-	-
2. Mr. Kulit Sombatsiri	-	-	-	-
3. Mr. Thaweelap Rittapirom	-	-	-	-
4. Miss Ajarin Pattanapanchai	-	-	-	-

**3. Relationship characteristics of nominated persons with qualifications of independent directors.**

Relationship Characteristics	Name of nominated person qualified as independent directors			
	Dr. Parnpree Bahiddha-nukara (Withdrew)	Mr. Kulit Sombatsiri	Mr. Thaweelap Rittapirom	Miss Ajarin Pattanapanchai
Holding DUSIT share - Amount holding by himself/ herself - Amount holding by related person - % of issued shares having voting rights	Not Applicable	None None None	None None None	None None None
Being close relatives to executive/ major shareholders/ controlling person or person to be nominated as executive/ controlling person of the Company and subsidiaries	Not Applicable	None	None	None
Having relationship in any of these characteristics to DUSIT/ parent company/ subsidiary companies/ associated companies/ major shareholders or controlling person either at present or during the past 2 years - Being an executive director, staff, employee or advisor who receives salary - Being a professional service provider who receives service fees exceeding 2 million Baht per year or an auditor - Having business relationship (such as buy/ sell raw materials/ products/ services/ lending/ borrowing) specify transaction size	Not Applicable  Not Applicable	None None None	None None None	None None None

**The supporting document of 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**

**Profiles of the persons nominated as additional directors**

**1. The profiles of the nominated persons**

**1.1 Dr. Krisada Kaweeyarn**

**Proposed Type of Director** Director  
**Age** 54 years



**Education**

- Doctor (Ph.D.) in Innovation and Industrial Management, College of Innovation and Industrial Management, King Mongkut's Institute of Technology Ladkrabang
- Master of Business Administration (MBA), Kenan – Flagler Business School, The University of North Carolina at Chapel Hill, USA
- Bachelor's Degree in Accounting and Finance (Second Class Honor), Faculty of Commerce and Accountancy, Thammasat University

**Training with Thai Institute of Directors (IOD)**

- Director Certification Program (DCP), 2008

**Trainings/Other Seminars**

- Diploma Program in Medical Governance for Senior Executives, Class 10, King Prajadhipok's Institute and the Medical Council of Thailand, 2023
- National Defence Course, Class 64, National Defence College of Thailand, 2022
- Advanced Master of Management Program, Class 1, Faculty of Public Administration, National Institute of Development Administration, 2018
- Top Executive Program in Metropolitan Development (Mahanakorn 4), Navamindradhiraj University, 2015
- Thammasat Leadership Program in Social Governance, Class 3, Thammasat University, 2013
- Islamic Finance Certification, The United Kingdom Chartered Institute for Securities and Investment, 2012
- Capital Market Academy Program, Class 10, Capital Market Academy, 2010
- Homeland Security Program, Internal Security Operations Command, 2006
- Advance Certificate Course in Public Economics Management for Executives, Class 3, King Prajadhipok's Institute, 2003
- Business Government and International Economy, Harvard Business School (1999–2000)
- Global Leadership Development Program, GE Capital, Stamford Connecticut USA (1997)

**Position in the Company** None

**Position in Subsidiaries** None

**Position in other listed companies** None

**Position in other businesses** 16 companies

Present	AI Business Development Advisor	Sertis Co., Ltd.
Present	Director	I Am Chinatown Company Limited
Present	Director	Precious Wood Industry Co., Ltd.

Present	Director	Nemo Property Co., Ltd.
Present	Director	Team B Management Co., Ltd.
Present	Director	NPP Real Estate Co., Ltd.
Present	Director	Thai Plywood Co., Ltd.
Present	Director	Ngern Sapad Jadtem Co., Ltd.
Present	Director	Altus Special Situations Two (Thailand) Co., Ltd.
Present	Director	Altus Special Situations (Thailand) Co., Ltd.
Present	Director	Altus Asset Holding (Thailand) Co., Ltd.
Present	Director	Altus Capital Siam Acquisitions One Co., Ltd.
Present	Director	Altus Capital Partners (Thailand) Co., Ltd.
Present	Director	Altus Capital Siam Acquisitions Two Co., Ltd.
Present	Director	Redchaba Co., Ltd.
Present	Director	Pink Chaba Co., Ltd.

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that no conflict of interest exists.

#### Experiences and/or Remarkable Positions

2022 - 2023	Strategic Advisor	International Finance Corporation (IFC), World Bank Group
2020 – 2023	Member of the Board of Directors, Chairman of the Water Loss Monitoring and Water Pressure Management Committee, Member of the Human Resources Management Committee, Member of the Audit Committee, Chairman of the Development Committee	Metropolitan Waterworks Authority
2017 – 2020	Director and Chairman of the Executive Board	The Krung Thep Thanakom Co., Ltd.
2016 – 2019	Chief Executive Officer	Altus Capital Partners (Thailand)
2009 – 2012	Director and Chairman of the Executive Board	CAT Telecom Plc.
2008 – 2012	Director and Chairman of the Executive Board	Islamic Bank of Thailand
2009 – 2010	Executive Director	Dhanarak Asset Development Co., Ltd.
2009 – 2010	Advisor to the Board of Directors	Software Industry Promotion Agency
2008 – 2009	Director and Member of the Audit Committee	Playing Cards Factory, Excise Department
2000 – 2009	Investment Advisor, Executive Director, Vice President, Managing Director	Lehman Brothers Thailand Limited
1997 – 2000	Managing Director Fund Manager Vice President Project Director Project Manager	Palarp Assest Management Co., Ltd. Capital Advisory Services Co., Ltd. Global Thai Property Fund Commercial Finance GE Capital (USA) Stamford, CT Bangkok Capital Alliance Co., Ltd. (Goldman Sach & GE Capital JV) Equipment Finance GE Capital (USA), Danbury, CT GE Asia Finance PLC. SGV Arthur Andersen Co., Ltd.
1993 – 1994	Asset Management Director Auditor	

***Other Organizations***

2023 – Present	Director	Thai-Chinese Chamber of Commerce
2022 – 2024	Director	Committee on Membership Registration and Information Center (2022–2024), The Federation of Thai Industries
2018 – 2019	Vice President	Broadcaster’s Association of Thailand under the Royal Patronage of His Majesty the King
2014 – 2016	Vice President	Digital Media for Consumer Association (Thailand)
2011 – 2013	Vice President	Telecommunications Affairs, National Radio and Television Broadcasters Association of Thailand under the Royal Patronage of His Majesty the King

***Other Roles***

2012 – 2014	Advisor to the Deputy Prime Minister
2009 – 2011	Advisor to the Minister of Information and Communication Technology
2008 – 2011	Advisor to the Minister of Finance
2008 – 2009	Advisor to the Standing Committee on Finance, House of Representatives
2005 – 2008	Secretary to the First Vice President of the Senate

**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 (Notification Kor Jor. 3/2560).**

**1.2 Mr. Sek Wannamethee (Withdrew)**

**Proposed Type of Director** Director

### 1.3 Mr. Pandit Mongkolkul

**Proposed Type of Director** Director  
**Age** 62 years



#### Education

- MBA (Finance and International Business), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor's Degree (Accounting), Chulalongkorn University

#### Training with Thai Institute of Directors (IOD)

- Director Certification Program (DCP), Year 2003
- Corporate Governance for Capital Market Intermediaries (CGI), Class 14/2016

#### Trainings/Other Seminars

- Capital Market Academy Leadership Program, Class 4/2007
- CFP Financial Planning Program, Year 2012, Thai Financial Planners Association
- Economic Outlook 2022, Central Pattana Plc.
- Office Business Overview and Outlook, Central Pattana Plc.
- Thailand's Political View and 2H23 Outlook, Central Pattana Plc.
- Global trend of climate change and Net zero journey, Central Pattana Plc.
- Overview of residential business in 2023, Central Pattana Plc.
- Overview of the world economy and economic and investment trends in Thailand in 2023, Central Retail Corporation Plc.
- Office Market Update and Tenant Behaviour Changes after COVID-19, Grand Canal Land Plc.
- People Management Trend, Grand Canal Land Plc.
- Office Market Update and Office Style Trend, Grand Canal Land Plc.

**Position in the company** None

**Position in Subsidiaries** None

**Position in other listed companies** 1 company  
2021-Present Advisor to the Nomination and Remuneration Committee Grand Canal Land Plc.  
Sep12, 2018-Present Director Grand Canal Land Plc.

**Position in other businesses** 28 companies  
1992 – Present Group Chief Financial Officer Harng Central Department Store Ltd.  
Nov 26, 2024 - Present Director Pathavee Pattana Co., Ltd.  
Nov 21, 2024 - Present Director Ban Tai Samui Land Co., Ltd.  
Oct 21, 2024 - Present Director Phuket City Hotel Co., Ltd.  
Sep 18, 2024 - Present Director Langsuan Estate Co., Ltd.  
Aug 22, 2024 - Present Director Layan Beachside Resort Co., Ltd.  
May 14, 2024 - Present Director Layan Estate Group Co., Ltd  
Dec 8, 2023 - Present Director Progress Everyday Co., Ltd  
Oct 26, 2023 - Present Director Blue Compass Estate Co., Ltd.  
Oct 26, 2023 - Present Director Arowana Property Co., Ltd.  
Oct 26, 2023 - Present Director Boavista Phuket Co., Ltd.  
Jun 26, 2023 - Present Director Boavista Lifestyle Residences Co., Ltd.  
Jun 26, 2023 - Present Director Boavista Resort Holdings Co., Ltd.  
Dec 2, 2022 - Present Director CG Capital Advisory Co., Ltd.  
Dec 2, 2022 - Present Director Bluefin Property Co., Ltd.  
Dec 2, 2022 - Present Director Sixteen Residences Co., Ltd.

Aug 23, 2022 - Present	Director	Bayswater Co., Ltd.
Sep 27, 2021 - Present	Director	Napasai Estate Co., Ltd.
Apr 21, 2021 - Present	Member of Legal Tax Committee	The Thai Chamber of Commerce and Board of Trade of Thailand
Nov 17, 2020 - Present	Director	Multiply Property Co., Ltd.
Nov 16, 2020 - Present	Director	Koon 10 Co., Ltd.
Nov 11, 2020 - Present	Director	Khaolak Hotel Development Co., Ltd.
Sep 28, 2018 - Present	Director	Rama 9 Square Co., Ltd.
Sep 21, 2018 - Present	Director	G Land Property Management Co., Ltd.
Sep 21, 2018 - Present	Director	Belle Development Co., Ltd.
Sep 21, 2018 - Present	Director	Belle Assets Co., Ltd.
Sep 21, 2018 - Present	Director	Rama 9 Square Hotel Co., Ltd.
Sep 21, 2018 - Present	Director	Sterling Equity Co., Ltd.

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that there are no other interests that may materially conflict with those of the Company.

#### Experiences

Aug 31, 2021 - May 31, 2024	Director	Siam Future Development Plc.
Mar 26, 2014 - Aug 15, 2024	Director	Central Wealth Solution Co., Ltd.
2020 - 2023	Tax and Regulation Committee member	Federation of Accounting Professions Under the Royal Patronage
2018 - Mar 11, 2021	Director	Future Plus Co., Ltd.
2018 - 2021	Member of Nomination and Remuneration Committee	Grand Canal Land Plc.
2012 - Feb 4, 2021	Director, Chairman of Executive Committee, Member of Nomination and Remuneration Committee and Risk Management Committee Consultant	COL Plc.
2017 - Mar 12, 2021	Director	Hytexts Interactive Co., Ltd.
2016 - Mar 2, 2021	Director	Officemate Logistics Co., Ltd.
2015 - Mar 2, 2021	Director	B2S Co., Ltd.
Oct 2, 2018 - Feb 13, 2020	Executive Director	Grand Canal Land Plc.
2015 - Feb 3, 2020	Director	Officemate (Thai) Co., Ltd.

**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.**

## 1.4 Mr. Poom Osatananda

<b>Proposed Type of Director</b>	Director
<b>Age</b>	58 years



### Education

- MBA (Finance), Sasin Graduate Institute of Business Administration of Chulalongkorn University
- BA (Economics), Clark University, Massachusetts, USA

### Training with Thai Institute of Directors (IOD)

- Director Certification Program (DCP), Year 2004

<b>Trainings/Other Seminars</b>	None
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<b>Position in the company</b>	None
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<b>Position in Subsidiaries</b>	None
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<b>Position in other listed companies</b>	None
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<b>Position in other businesses</b>	4 companies	
2025 – Present	Co-Chief Executive Officer	CPN Reit Management Co., Ltd.
2021 – Present	Advisor	Prachinburi Glass Industry Co., Ltd.
	Advisor	Easternsugar Co., Ltd.
2020 – Present	Advisor, Budget (AE) & Financial Analysis	Central Group of Companies Co.,Ltd.

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that there are no other interests that may materially conflict with those of the Company.

### Experiences

2013 – 2020	Executive Vice President, Corporate Finance	Central Group of Companies Co., Ltd.
2004 – 2009	Executive Vice President and Chief Financial Officer	The Erawan Group Plc.
1996 – 2003	Vice President, Fund Management Department	TMB Asset Management Co., Ltd.

**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.**

## 1.5 Mr. Supasak Chirasavinuprapand



**Proposed Type of Director** Director  
**Age** 61 years

### Education

- Master of Laws, Sandra Day O'Connor College of Law at Arizona State University, U.S.A.
- Master's degree Comparative Law, California Western School of Law, U.S.A.
- Master's degree Economics - Policy and Planning, Northeastern University, U.S.A.
- Bachelor of Laws, Thammasat University
- Barrister at Law, Thai Bar Institute

### Training with Thai Institute of Directors (IOD)

- Director Accreditation Program (DAP) Batch 10/2004

**Trainings/Other Seminars** None

**Position in the company** None

**Position in Subsidiaries** None

**Position in other listed companies** None

**Position in other businesses**

2000 – Present	Director	16 companies
2005 – Present	Director	Green Spot (Thailand) Co. Ltd.
2005 – Present	Director	SG Sagawa Co. Ltd.
2014 – Present	Director	Sagawa Express Thailand Co. Ltd.
2001 – Present	Director	Sime Darby Thailand Ltd.
2003 – Present	Director	Sime Darby Mazda (Thailand) Co., Ltd.
2006 – Present	Director	Sime Darby Vantage (Thailand) Co., Ltd.
2001 – Present	Director	Sime Darby Auto Sports Limited
2004 – Present	Director	Performance Motors (Thailand) Co., Ltd.
1997 – Present	Director	Performance Motors Don Mueang (Thailand) Limited
2019 – Present	Director	SD Guthrie International Morakot Public Company Limited
1997 – Present	Director	SD Guthrie International Nonthaburi Co., Ltd.
2003 – Present	Director	SD Guthrie International Holdings (Thailand) Co., Ltd.
2001 – Present	Director	Tokio Marine South East Servicing Co., Ltd.
Present	Director	Tokio Marine Insurance (Thailand) Plc.
2019 – Present	Director	Mecomb (Thailand) Co., Ltd.
		V-Click Technology Co. Ltd.

**Other positions in other companies doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that no conflict of interest exists.

### Experiences

2015 – 2023	Partner	S.C. Law Office Co., Ltd.
2012 – 2021	Independent Director / Audit Committee Member	MC Group Plc.
2005 – 2020	Director	Ranhill Utilities Thai Co., Ltd.
2003 – 2015	Partner	Royal Advocates International Ltd.
2002 – 2011	Independent Director / Audit Committee Member	Aapico Hitech Plc.
2007 – 2010	Independent Director / Audit Committee Member	Bfit Securities Co., Ltd.
2005 – 2010	Independent Director / Audit Committee Member	C.I. Group Plc.

**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).**

## 1.6 Mr. Pichai Dusdeekulchai

**Proposed Type of Director** Independent Director  
**Age** 64 years



### Education

- Master of Business Administration (MBA), Ashland University, Ohio, U.S.A.
- Bachelor of Arts Program in Mathematics and Statistic, Thammasat University

### Training with Thai Institute of Directors (IOD)

- TLCA Leadership Development (LDP) Batch 1
- Director Certification Program (DCP) Batch 278/2019
- Advance Audit Committee Program (ACCP) Batch 38/2020
- The Board's Role in Climate Governance (BCG) Batch 1/2024

### Trainings/Other Seminars

- Audit Committee Forum No. 55 By KPMG
- Enhancing Governance, Standard and Financing Insight, The Securities and Exchange Commission
- AML/CFT, Anti-Money Laundering Office (AMLO)
- Information Technology Security Awareness 2024, ACIS Professional Center Co., Ltd.

**Position in the company** None

**Position in Subsidiaries** None

**Position in other listed companies** 4 Companies

2022 – Present	Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee / The Risk Management Committee Member / Independent Director	Kijcharoen Engineering Electric Plc.
2021 – Present	Member of the Environment, Social and Governance Committee	Banpu Plc.
2019 – Present	Independent Director / Member of the Audit Committee	Banpu Plc.
2020 – Present	Independent Director / Member of the Audit Committee / Member of the Corporate Governance / Member of the Risk Oversight Committee	Land and Houses Bank Plc.
2020 – Present	Independent Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee / Member of the Risk Oversight Committee	LH Financial Group Pcl.

**Position in other businesses** None

**Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest:** The Company has been informed that no conflict of interest exists.

### Experiences

2018 – 2018	General Manager & Deputy Country Head of Thailand	Sumitomo Mitsui Banking Corporation
2002 – 2018	Head of Business Promotion	Sumitomo Mitsui Banking Corporation
1991 – 2002	Corporate & Investment Banking Manager	Standard Chartered Bank

**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).**

**2. Shareholdings in Dusit Thani Public Company Limited of nominated persons as of September 10, 2024 (Record Date)**

Nominated persons	No. of shareholding		Total shares	% of issued shares
	Hold by himself/ herself	Hold by related person (included holding by spouse and minor children)		
1. Dr. Krisada Kaweeyarn	-	-	-	-
2. Mr. Sek Wannamethee	-	-	-	-
3. Mr. Pandit Mongkolkul	-	-	-	-
4. Mr. Poom Osatanananda	-	-	-	-
5. Mr. Supasak Chirasavinuprapand	-	-	-	-
6. Mr. Pichai Dusdeekulchai	-	-	-	-

**3. Relationship characteristics of nominated person with qualifications of independent directors.**

Relationship Characteristics	Name of nominated person qualified as independent director
	Mr. Pichai Dusdeekulchai
Holding DUSIT share - Amount holding by himself/ herself - Amount holding by related person - % of issued shares having voting rights	None None None
Being close relatives to executive/ major shareholders/ controlling person or person to be nominated as executive/ controlling person of the Company and subsidiaries	None
Having relationship in any of these characteristics to DUSIT/ parent company/ subsidiary companies/ associated companies/ major shareholders or controlling person either at present or during the past 2 years - Being an executive director, staff, employee or advisor who receives salary - Being a professional service provider who receives service fees exceeding 2 million Baht per year or an auditor - Having business relationship (such as buy/ sell raw materials/ products/ services/ lending/ borrowing) specify transaction size	None None None

**Definition of Independent Director of Dusit Thani Public Company Limited**

(1) Shall not hold more than 1% of total number of voting shares of the Company, its parent company, subsidiary, associate, major shareholder or controlling persons, including shares held by related persons of such independent director;

(2) Shall not be an executive director, employee, staff member, or advisor who receives the salary from the Company, or personal advisor of a controlling person of the Company, subsidiary, affiliate or related company unless the foregoing status has ended not less than 2 years;

(3) Shall neither have nor have ever had a business relationship, such as customer, trading partner, trading creditor, loan creditors and loan debtor and a direct or indirect financial and managerial interest with the Company, subsidiary, affiliate or related company, in a manner that may interfere with his/her independent judgment, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment as an independent director;  
The term 'business relationship' in the preceding paragraph shall include any normal business transaction, rental or lease of immovable property, the transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the applicant or his counterparty being subject to indebtedness payable to the other party in the amount of 3% or more of the net tangible assets of the Company or Baht 20 million or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for the value of connected transactions under the Notification of Capital Market Supervisory Board concerning Rules on Connected Transactions. The consideration of such indebtedness shall include indebtedness incurred during the course of 1 year prior to the date on which the business relationship with the person commences;

(4) Shall not be a person related by blood or others in a manner that may interfere with his/her independent judgment with executives or major shareholders of the Company, subsidiary, affiliate or related company, and neither being nor having been appointed as representative to protect benefit of the Company's executives or major shareholders;

(5) Shall not be nor have ever been an auditor of the Company, subsidiary, affiliate or other juristic persons who may have conflicts of interest, major shareholders, directors, executives or partner of an audit firm which employs auditors of the Company, subsidiary, affiliate or juristic persons who may have conflicts of interest, unless the foregoing relationship ended not less than 2 years prior to the date of appointment as an independent director;

(6) Shall not be nor have ever been a provider of any professional services including legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the Company, its parent company, subsidiary, associate, major shareholder or controlling person, and not be a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment as an independent director;

(7) Shall not be a director appointed as representative of the Board of Directors, major shareholder or shareholder who is related to a major shareholder of the Company;

(8) Shall not undertake any business in the same nature and in competition with the business of the Company or its subsidiary, nor be a significant partner in a partnership or director with management authority, employee, staff member or advisor who receives salary or holds shares exceeding 1% of the total number of shares with voting rights of another company which undertakes business in the same nature and in competition with the business of the Company or its subsidiary;

(9) Shall not have characteristics which make him/her incapable of expressing independent opinions with regard to the Company's business.

**The Company's Articles of Association relating to the Shareholders' Meeting**

**CHAPTER 4 BOARD OF DIRECTORS**

Clause 12.

The Company shall have a board of directors consisting of at least six (6) directors and not exceeding nineteen (19) directors and not less than half of them shall reside within the Kingdom.

Clause 13.

The directors shall be elected by voting of the meeting of shareholders. The directors shall be elected in accordance with the following rules and procedures:

- (1) Each shareholder shall have one (1) vote per one (1) share;
- (2) When electing the directors, the shareholders may exercise all the votes he/she has to elect one or several persons as a director or directors up to the number of the directors to be elected by such meeting, as the shareholders may deem appropriate. In the voting process, either for one or several persons, each candidate whom elected by the shareholders shall receive all the votes such shareholders have as stipulated in 13. (1) and such shareholders shall not allot his/her votes to any person in any number;
- (3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest until up to the number of directors to be elected by such meeting. Where there is an equality of votes cast for candidates in descending order causing the number of directors exceeding the number of directors to be appointed or elected by such meeting, the chairman shall have an additional right as a casting vote.
- (4) A director shall have qualifications and shall not have prohibited characteristics as specified in the law on public limited companies, as well as shall not have characteristics indicating a lack of appropriateness in respect of trustworthiness in managing business whose shares are held by public shareholders as specify in the notification of the Securities and Exchange Commission.

Clause 18.

The meeting of shareholders may pass a resolution removing any director from office prior to vacancy as a result of the expiration of the term of office of such director, by a vote of not less than three-fourths of the total number of shareholders attending the meeting and having the right to vote and the total number of shares being not less than half of the number of shares held by the shareholders attending the meeting and having the right to vote.

Clause 19.

The directors can be either the shareholder of the Company or not the shareholder of the Company and two directors of the Company, whom are entrusted by either the meeting of shareholders or the meeting of board of directors, to act on behalf of the board of directors, shall have power to sign and affix the company seal on behalf of the Company in order to bind the Company. However, the meeting of shareholders or the meeting of board of directors may fix and amend the name list of the directors whom are authorised to sign and affix the company seal in order to bind the Company.

## CHAPTER 5 MEETING OF SHAREHOLDERS

### Clause 28.

The board of directors shall arrange for a meeting of shareholders, which is an Annual General Meeting of shareholders, to be held within four (4) months after the end of the Company's accounting year.

Any other shareholders' meeting other than the one specified in the first paragraph shall be called an "Extraordinary General Meeting". The board of directors may call an Extraordinary General Meeting whenever it is appropriate.

A meeting of shareholders may be conducted via electronic means in accordance with the methods prescribed by the law governing electronic meetings.

One or more shareholders holding shares in aggregate of no less than ten (10) percent of the total shares issued may request in writing to the board of directors to call an extraordinary general meeting of shareholders at any time, but they shall clearly specify the agenda items or reasons for such a request in the notice. In such a case, the board of directors must hold a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.

In the case that the Board of Directors does not hold such meeting within the period specified in the fourth paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as stipulated in this Article may hold the meeting themselves within forty-five (45) days from the lapse of the period specified in the fourth paragraph. In this case, it shall be deemed that such shareholder meeting is the meeting called by the Board of Directors. The Company shall be responsible for all necessary expenses incurred from the holding of the meeting and reasonable facilitation.

In the case that the quorum of the meeting convened as requested by the shareholders according to the fifth paragraph cannot be formed as prescribed in Clause 30, the shareholders according to the fifth paragraph shall be jointly responsible for any expenses incurred from the convening of such meeting.

### Clause 29.

In calling a meeting of shareholders, the board of directors shall prepare a written notice indicating the venue, date, time, agenda, and matters to be proposed to the meeting, together with sufficient detail and in accordance with the ruling published and stipulated by the Capital Market Supervisory Board, clearly indicating whether it is the matter proposed for acknowledgement, approval, or consideration, including the opinions of the board of directors on the said matters, and shall be delivered to the shareholders and the Registrar for their information not less than seven (7) days prior to the date of the meeting, and shall be published in a newspaper or advertised via electronic means in accordance with the criteria prescribed by law for three (3) consecutive days, which must not be less than three (3) days prior to the date of the meeting.

The venue of the meeting may be in the locality where the Company's head office is located, in a nearby province, or in any other place as the board of directors may determine. In the event that the meeting of shareholders is conducted via electronic means, the Company's head office shall be deemed the venue of the meeting, and the electronic meeting shall have the same legal effect as a physical meeting in accordance with the methods prescribed by law and in these Articles of Association.

The chairman of the board shall preside over the meeting of shareholders. In the case where the chairman of the board is not present at a meeting or is unable to perform his/her duty, if there is a vice-chairman, the vice-chairman shall preside over the meeting. If there is no vice-chairman or there is a vice-chairman, but such vice-chairman is unable to perform his/her duty, the

shareholders attending the meeting shall elect one shareholder who attends the meeting to preside over the meeting.

Clause 30.

In a meeting of shareholders, whether they are participating physically or electronically, there shall be shareholders and proxies (if any) attending the meeting, amounting to not less than twenty-five (25) persons or not less than one-half of the total number of shareholders, whichever is lesser, and in either case, such shareholders shall hold shares amounting to not less than one-third of the total shares issued to constitute a quorum, unless otherwise specified by law, and the shareholders may appoint proxies by electronic means in accordance with the criteria prescribed by law.

At any meeting of shareholders, in the case where one (1) hour has reached and passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting is still inadequate to form a quorum as stipulated in the first paragraph, if such meeting of shareholders was called upon the shareholder's request, such meeting shall be cancelled, if it was not called upon the request of the shareholders, the meeting shall be called once again, and the notice to call such meeting shall be delivered to the shareholders not less than seven (7) days prior to the date of the meeting. The notice of the meeting may be sent to the shareholders via electronic methods, provided that such shareholders have declared their intention or given their consent. In the subsequent meeting, a quorum is not required.

Clause 31.

When casting the vote, one (1) share shall have one (1) vote.

A resolution of the meeting of shareholders shall be made by the following votes:

- (1) In an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes. In case of an equality of votes, the chairman of the meeting shall have an additional vote as a casting vote;
- (2) In the following cases, a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote:
  - (a) The sale or transfer of the whole or important parts of the business of the Company to other persons;
  - (b) The purchase or acceptance of transfer of the business of other companies or private companies by the Company;
  - (c) The making, amending or terminating of contracts with respect to the granting of a hire of the whole or an important part of the Company's business. The entrustment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing.
  - (d) Amending the Memorandum of Association or Articles of Association.
  - (e) Increase or reduction of the Company's capital or issuance of debentures.
  - (f) Amalgamation or dissolution of the Company.

Clause 32.

The Annual General Meeting of Shareholders shall be held to consider the following agenda:

- (1) To consider the director's report in which shows performance of the Company during the previous year;

- (2) To consider and approve the balance sheet and profit and loss account of the previous accounting year;
- (3) To allocate the profit and reserve fund;
- (4) To appoint director(s) to replace the director who vacates his/her office due to the expiration of the term of office and fix remuneration;
- (5) To appoint an auditor;
- (6) Other matters (if any).

**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)**

Shareholders or proxies wishing to attend the Extraordinary General Meeting of Shareholders No. 1/2025 of Dusit Thani Public Company Limited via electronic media (E-Meeting) must submit the meeting attendance request form (E-Request) in advance by following all the procedures specified in Attachment No. 7 and No. 8. In case the submitted documents are incomplete, incorrect or incompliance with the requirements stated herein, the Company reserves the right to reject the registration.

**1. Documents Required Prior to Attending the Meeting**

**For Natural Person**

**1. Self-attending via electronic media (E-Meeting)**

Valid evidence issued by governmental authorities, e.g., a copy of identification card, a copy of governmental identification card, a copy of driver license or a copy of passport (for the foreign shareholders) with certified true copy by the Shareholder. In case of a change of name and last name, the supporting documents are required.

**2. Proxy**

- 2.1 Completed Proxy Form attached with this Notice to Shareholders (select either the Proxy Form A or Form B), signed by the Shareholder and the Proxy.
- 2.2 Certified true copy of valid evidence issued by Governmental Authorities of the Shareholder as specified in Item 1.
- 2.3 Certified true copy of valid evidence issued by Governmental Authorities of the Proxy as specified in Item 1.

**For Juristic Person**

**1. Attendance by the authorized person of a juristic person shareholder via electronic media (E-Meeting)**

- 1.1 Certified true copy of valid evidence of the authorized person of a juristic person issued by governmental authorities similar to those of natural person specified in Item 1.
- 1.2 Certified true copy of the shareholder's Certification of Company certified by the authorized person(s) (director) with a statement affirming that such authorized person attending the meeting has the authority to act on behalf of the juristic person shareholder.

**2. Proxy**

- 2.1 One of the Proxy Forms as attached to the Notice to Shareholders (select either the Proxy Form A or Form B), completely filled up and signed by the authorized director(s) of the Shareholder and the Proxy.
- 2.2 Copy of Shareholder's Certification of Company certified by the authorized person(s) (director) with a statement affirming that such authorized person(s) signing the Proxy Form has the authority to act on behalf of the Shareholder.
- 2.3 Certified true copy of valid evidence of the authorized person(s) (director) signing the Proxy Form, issued by governmental authorities.
- 2.4 Certified true copy of valid evidence of the Proxy issued by governmental authorities similar to those of natural person specified in Item 1.

### 3. For Foreign Investor Appointing Custodian in Thailand

- 3.1 All evidence is similar to those of the Juristic Person as specified in Items 1 or 2.
- 3.2 In case the Foreign Investor authorizes the Custodian to sign the Proxy Form on its behalf, the following documents are required:
  - 1) Power of Attorney by Foreign Investor authorizing Custodian to sign the Proxy Form on its behalf.
  - 2) Letter certifying that the Custodian is permitted to engage in the custodian business.

In case the original documents are not in English, the English translation shall be required and certified true and correct translation by the Shareholder (in case of natural person) or the authorized representative (s) of the Shareholder (in case of juristic person).

## 2. Proxy

The Company has provided 1 type of the Proxy Forms; Form B of each shareholder in accordance with Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E. 2550 as follows:

- Form A: General Proxy Form (Simple Form)
- Form B: Specific Proxy Form
- Form C: Proxy Form for the Foreign Investor appointing the Custodian in Thailand.

Shareholders can download 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) from [www.dusit-international.com](http://www.dusit-international.com).

Shareholder who is not able to attend the Meeting may appoint a person as your Proxy as follows:

- (1) Complete **only one** of above Proxy Forms as follows:
  - 1.1 General Shareholder shall select only one of either Form A or Form B.
  - 1.2 Shareholders listed in the share register book as Foreign Investor appointing the Custodian in Thailand shall select Proxy Form C.
- (2) Authorize a person or an Independent Director to attend and vote at the Meeting on your behalf by specifying the name with details of a person to be your Proxy.
  - 2.1 **Appointment of a proxy to attend the E-Meeting on behalf of the shareholder**  
The shareholder or proxy shall proceed with item 1-2 and submit the Meeting Attendance Request Form (E-Request) in advance to receive the username and password for the meeting registration according to the Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (E-Meeting) shown in Attachment No. 8 and **send the original proxy form and supporting documents to the Company.**
  - 2.2 **Appointment of an independent director as a proxy to attend the E-Meeting on behalf of the shareholder**  
The shareholder shall proceed with item 1 - 2 and **submit the original proxy form and supporting documents to the Company. No additional submission of the Meeting Attendance Request Form (E-Request) is required.**

- (3) please affix the THB 20 stamp duty with specifying the date of Proxy Form across such stamp duty. In case the shareholders cannot prepare the stamp duty, the Company will provide such stamp duty to be affixed in the proxy form in order to facilitate to the shareholders.
- (4) Submit and return the completed Proxy to the Company Secretary Office at Dusit Thani Public Company Limited, 319 Chamchuri Square Building, 29th Floor, Phayathai Road, Pathumwan Sub-district, Pathumwan District, Bangkok 10330 by Thursday, February 5, 2026, at 17.00 hrs. or half an hour before beginning of the Meeting for verification of documents.

Allocation of shares to several Proxies to vote in the Meeting is not allowed. The Shareholder shall authorize the Proxy to cast the votes by all the shares held by it. Authorization of less than the total number of shares is not allowed except for the Custodian appointed by the Foreign Investor in accordance with Proxy Form C.

### **3. Submission of the Meeting Attendance Request Form (E-Request)**

Shareholders or proxies who wish to attend the E-Meeting (including shareholder(s) who used to submit proxy forms for the Extraordinary General Meeting of Shareholders No. 1/2025 on September 26, 2025 and December 4, 2025), please submit the Meeting Attendance Request Form (E-Request) in advance to receive username and password for the meeting registration. The Meeting Attendance Request Form and all required documents can be submitted via E-Request system in advance from Friday, January 30, 2026, at 08.30 hrs. until the meeting is adjourned. After the Company has verified and approved the submitted E-Request, the shareholder will receive an approval notification email providing the username and password and a link for meeting registration on the shareholders' meeting date. **The E-Meeting system will be accessible for meeting registration on Friday, February 6, 2026, from 12.00 hrs. onwards.**

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



or scan QR Code

For more detailed information, please see Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (E-Meeting) provided herewith as Attachment No. 8.

### **4. Voting, Counting and Announcement of the Vote**

#### Voting Regulation

#### **General Agenda:**

- (1) The shareholders' meeting will be conducted via electronic media (E-Meeting). Voting in each agenda item shall be made via the Inventech Connect system, where one share shall equal to one vote. A shareholder or a proxy shall cast all the votes to

only one of approval, disapproval, or abstention. The votes on each agenda item cannot be divided (except voting of the Custodian).

(2) In Case of Proxy

2.1 The Proxy shall solely vote in accordance with the authorization by the Shareholder as specified in the Proxy Form. Any vote not in accordance with the Proxy Form is invalid and shall not be counted as the vote of the Shareholder.

2.2 In case the shareholder specifies the determination in the Proxy Form, the votes will be recorded when the Company received the Proxy Form and required documents. The proxy will not be required to vote during the meeting.

2.3 In case (i) the Shareholder does not specify the authorization or the authorization is unclear, (ii) the Meeting considers any agenda other than which specified in the Proxy Form, or (iii) there is any change of fact, the Proxy shall be authorized to consider and vote such matter as it may deem appropriate.

**Election of Director's Agenda:**

In accordance with Clause 13 of the Company's Articles of Association, the directors shall be elected in accordance with the following rules and procedures:

- (1) Each shareholder shall have one vote per one share;
- (2) When electing the directors, the shareholders may exercise all the votes he/she has to elect one or several persons as a director or directors up to the number of the directors to be elected by such meeting, as the shareholders may deem appropriate. In the voting process, either for one or several persons, each candidate whom elected by the shareholders shall receive all the votes such shareholders have as stipulated in (1) and such shareholders shall not allot his/her votes to any person in any number;
- (3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest until up to the number of directors to be elected by such meeting. Where there is an equality of votes cast for candidates in descending order causing the number of directors exceeding the number of directors to be appointed or elected by such meeting, the chairman shall have an additional right as a casting vote;
- (4) A director shall have qualifications and shall not have prohibited characteristics as specified in the law on public limited companies, as well as shall not have characteristics indicating a lack of appropriateness in respect of trustworthiness in managing business whose shares are held by public shareholders as specified in the notification of the Securities and Exchange Commission.

**Voting Procedures**

The Chairman or designated person shall inform the Meeting details of voting procedures as follows:

- (1) The Chairman of the Meeting shall request the shareholders to consider and vote in each agenda item by asking the shareholders or proxies to vote via Inventech Connect system and providing two minutes for voting in each agenda item. For the director election agenda item, two minutes for voting of each director individually will be provided.
- (2) For the voting of each agenda item, please click on the "Vote" button and then the system will show three options: 1. Approve, 2. Disapprove, and 3. Abstain. A shareholder or proxy is required to choose only one option (except for the case of Custodian whereby the

allotment of votes is allowed as specified in the Proxy Form). If a shareholder or proxy would like to cancel the last vote, please press the button “Cancel latest vote” \*.

Remark: \* The votes may be changed until the voting in such agenda item is closed.

### **Resolution of the Meeting**

- General case: majority vote of the shareholders who attend the meeting and cast their vote.
- Other cases which the laws or the Company’s Articles of Association provided otherwise: the vote shall be in accordance with the laws or the Company’s Articles of Association. The Chairman shall inform the Meeting before voting such Agenda.
  - (1) In case a tie of votes, the Chairman of the Meeting shall have a casting vote.
  - (2) Any Shareholder or the Proxy having any special interest in a matter shall not be permitted to vote on such matter and may be invited by the Chairman of the Meeting to temporarily leave from the Meeting, except for voting on election of the Directors.

### **Counting and Announcement of the Voting Result**

The Chairman of the Meeting or the person assigned by the Chairman of the Meeting shall explain to the Meeting about the vote counting procedures prior to the commencement of the agenda item. When the Chairman announced the voting closed, the system will count the votes of shareholders in each agenda item. The voting results of all agenda items shall be announced to the Meeting before the meeting is adjourned.

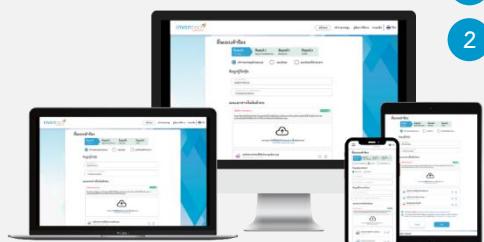
The Company holds the Extraordinary General Meeting of Shareholders No.1/2025 via electronic media (E-Meeting) only whereby the votes are cast via Inventech Connect system instead of the physical ballots. Hence, there will not be cases regarded as invalid ballots.

## **Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (E-Meeting)**

Shareholders and proxies wishing to attend the meeting (including shareholders who granted a proxy at the Extraordinary General Meeting of Shareholders No. 1/2025 on September 26, 2025 and December 4, 2025) can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

### **Step for requesting Username & Password from via e-Request system**

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/DUSIT554424R/#/homepage> or scan QR Code  and follow the steps as shown in the picture.



**\*\* Merge user accounts, please using the same email and phone number \*\***

1 Click link URL or scan QR Code in the notice of Shareholders' Meeting

2 Choose type request for request form to 4 steps

Step 1 Fill in the information shown on the registration

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, the system will display information again to verify the exactitude of the information

3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from January 30, 2026 at 08:30 hrs. and shall be closed on February 6, 2026 until the end of the meeting.

3. The electronic conference system will be available on February 6, 2026 at 12:00 hrs. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

### **Appointment of Proxy to the Company's Directors**

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, the Shareholders can send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by February 5, 2026 at 17.00 hrs.

Company Name: Dusit Thani Public Company Limited

Department: Company Secretary Office

Address: 319 Chamchuri Square, 29<sup>th</sup> Floor, Phayathai Road, Pathumwan Sub-district, Pathumwan District, Bangkok 10330

### **If you have any problems with the software, please contact Inventech Call Center**



02-460-9226



@inventechconnect



The system available from January 30 to February 6, 2026 at 08.30 – 17.30 hrs.

**(Specifically excludes holidays and public holidays)**



Report a problem  
@inventechconnect

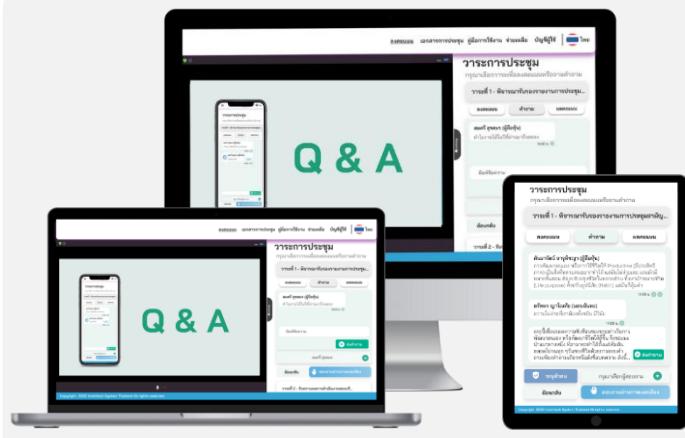
## Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status of your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

## Step to ask questions via Inventech Connect



- 1 Select which agenda
- 2 Click on “Question” button
- 3 Ask a question
- 4 Type the question then click “Send”
- 1 Ask the question via video
- 2 Click on “Conference”
- 3 Click on “OK” for confirm your queue
- 4 Please wait for the queue for you then you can open the microphone and camera

## How to use Inventech Connect



User Manual and Video of using Inventech Connect

\* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
  - High-Definition Video: Must have internet speed at 2.5 Mbps (Internet speed that recommend).
  - High Quality Video: Must have internet speed at 1.0 Mbps.
  - Standard Quality Video: Must have internet speed at 0.5 Mbps.
2. Equipment requirements.
  - Smartphone/Tablet that use IOS or Android OS.
  - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **\*\* The system does not support internet explorer.**

**Profiles of Independent Directors proposed for Appointment as Proxy by the Shareholders**

**1. Prof. Emeritus Dr. Khunying Suchada Kiranandana**

**Independent Director/ Vice Chairperson/ Chairperson of the Audit Committee/  
Member of the Nomination, Remuneration and Corporate Governance Committee**

Age : 79 Years

Address : 8 Soi Prasat Suk, Yen Akat Road, Chong Nonsi, Yannawa, Bangkok  
10120

Special interest in the agenda : None

**2. Mr. Teerapol Chotichanapibal**

**Independent Director/ Member of the Audit Committee/ Member of Nomination,  
Remuneration and Corporate Governance Committee**

Age : 68 Years

Address : 749/1 Soi Phaholyothin 54/4, Section Khankhai 1, Saimai Sub-district,  
Saimai District, Bangkok 10220

Special interest in the agenda : None

**3. Ms. Piyaporn Phanachet**

**Independent Director/ Member of the Audit Committee**

Age : 58 Years

Address : 61/80 Soi Taweemit 10, Rama IV Road, Hauykwang Sub-district,  
Hauykwang District, Bangkok 10310

Special interest in the agenda : None

Remark : Profiles of the 3 above-mentioned Independent Directors appear in the 2024 Annual Report (Form 56-1 One Report) in Attachment 1 regarding information of the Board of Directors, Executives, Authorized Persons, and Company Secretary.

**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)**

The Minutes of the Annual General Meeting of Shareholders No. 32/2025 and the Annual Report can be downloaded from the QR Code by the following steps below.

**For iOS System (iOS 11 and above)**

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access the Annual Report.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

**For Android System**

1. Open applications such as QR CODE READER, Facebook or Line.  
How to scan the QR Code with Facebook application
  - Open Facebook application and click on "Search" → Press "QR Code" → Scan the QR Code  
How to scan the QR Code with Line application
  - Open Line application and click on "Add friend" → Choose "QR Code" → Scan the QR Code
2. Scan the QR Code to access the Annual Report (Form 56-1 One Report).

**Privacy Notice for the Extraordinary General Meeting of Shareholders No. 1/2025  
Dusit Thani Public Company Limited**

Dusit Thani Public Company Limited (the “Company”) realizes the importance of Personal Data of shareholders and/or proxy holders. This privacy notice, pursuant to the Personal Data Protection Act B.E. 2562 (2019), shall be applied for the collection, use, disclosure, and processing of Personal Data to verify the identity of shareholders and/or proxy holders directly and/or indirectly. Shareholders are kindly requested to study the practices and rights for a clearer understanding. Thus, in case that any shareholders appoint a proxy to attend the meeting on his/her behalf, the proxy holder shall also be informed of these practices.

**1. Personal Data to be collected**

It is necessary for the Company to collect Personal Data directly from shareholders and/or proxy holders. Personal Data consists of the following:

1.1 Personal Data of shareholders and/or proxy holders i.e., name, family name, identification number, date of birth, gender, shareholder's registration number, number of shares, photograph, and video recording in the event.

1.2 Contact information i.e., address, telephone number, email, etc.

In the event of giving authorization, it is necessary for the Company to request for a copy of identification card/passport of authorized persons and/or proxy holders which may contain religion, nationality or blood type information. The Company does not wish to collect such sensitive information. The information's owner can redact it prior to the document submission to securities registrar or Thailand Securities Depository Office and/or other relevant parties.

**2. Personal Data collection**

A direct collection of Personal Data from the owners will be proceeded as deemed necessary to be in line with clear purposes as mentioned. The Company may collect Personal Data from any other sources, i.e., securities registrar or Thailand Securities Depository Co., Ltd. but only in necessity by means prescribed by law.

**3. Purposes of collection, use and disclosure of Personal Data**

The Company collects, uses, and discloses Personal Data for the following purposes:

3.1 to call for, hold and organize the shareholders' meeting which includes your identity authentication, document transmission, performing any action in order to comply with the resolution of the shareholders' meeting, company management, organizing activities, and sending any newsletter or offers for the benefit of the shareholders.

3.2 to prepare the minutes of the shareholders' meeting and for your meeting attendance, to protect the security, and to exercise any relevant action as deemed necessary for legitimate interests of the Company and individuals within the limit which you might reasonably have been expected.

Therefore, the Company will collect, use, and disclose your Personal Data and the referred person without your consent as authorized by the Personal Data Protection Act, B.E. 2562 (2019): for legitimate interests of the Company or any other persons or juristic persons or for compliance with law to which the Company is subjected.

#### **4. Your rights as the owner of Personal Data**

As the owner of Personal Data, you have the rights as stipulated in the Personal Data Protection Act, B.E. 2562 (2019), which include the right to withdraw the consent, the right to access and obtain a copy of your Personal Data, the right to correct, delete or destroy your Personal Data, the right to request suspension of the processing of your Personal Data, the right to transfer your Personal Data according to the measures stipulated by law, the right of complaint and the right to dissent to the processing or disclosing of your Personal Data.

#### **5. Disclosure of personal data to other persons or agencies**

The Company may be required to disclose Personal Data to other persons or juristic persons or regulatory authorities, who work in cooperation with the Company for the compliance of the purposes as mentioned in this notice.

#### **6. Personal Data Retention Period**

The Company will retain your Personal Data under item 1 within the period specified by relevant law and/or as deemed necessary to achieve the purpose under item 3. The Company will later delete and destroy such data. Unless it is necessary to further retain such data as required by relevant law or for the protection of benefits of the Company.

#### **7. Contact Information**

For more details of Personal Data Protection, please contact:

Dusit Thani Public Company Limited  
Company Secretary Office  
319 Chamchuri Square Building, 29<sup>th</sup> Floor, Phayathai Road,  
Pathumwan Sub-district, Pathumwan District, Bangkok 10330  
Tel: 0-2200-9999 ext. 3638, 3062-3, 3067

## Question Form for the Extraordinary General Meeting of Shareholders No. 1/2025

Attention: Company Secretary, Dusit Thani Public Company Limited

I,.....

Please indicate with ✓ in the box

being a shareholder of Dusit Thani Public Company Limited

being a proxy holder of ..... who is a shareholder of Dusit  
Thani Public Company Limited

I wish to submit question(s) of agenda for the Extraordinary General Meeting of Shareholders No. 1/2025 of Dusit Thani Public Company Limited as follows:

Remarks: Please submit the completed form to the Company by Thursday, February 5, 2026, at 17.00 hrs. through the following channels:

1) Mail: placing in the business reply envelope enclosed with the Notice and sending it to Dusit Thani Public Company Limited, Company Secretary Office, 319 Chamchuri Square Building, 29<sup>th</sup> Floor, Phayathai Road, Pathumwan Sub-district, Pathumwan District, Bangkok 10330

2) E-mail: [comsec@dusit.com](mailto:comsec@dusit.com)

For further information, please contact the Company Secretary Office, Tel: 0-2200-9999 ext. 3638, 3062-3, 3067



**Dusit Thani Public Company Limited**

**PROXY FORM A**

**AND**

**PROXY FORM B**

(Please choose only one type of Proxy Form)

**-Unofficial Translation-**

**Remark:** For the shareholders who are foreign investors and appoint a custodian in Thailand to keep and safeguard their shares, and such custodian may need Proxy Form C, please download it from [www.dusit-international.com](http://www.dusit-international.com)

## Proxy Form A

(General and Simple Form)

Duty Stamp  
THB 20

Written at .....  
Date ..... Month ..... Year.....

1. I/We..... Nationality.....  
.....Residing at .....
2. Being a shareholder of **Dusit Thani Public Company Limited** holding a total number of.....shares and having rights to vote equivalent to .....votes as follows:  
Ordinary share for..... shares and having rights equivalent to ..... votes  
Preferred share for..... shares and having rights equivalent to ..... votes
3. Hereby authorize: (Please choose only one)

If choosing No. 1, please mark  in front of the number, and provide details of the proxy (proxies)

1. Name .....age.....  
Residing at.....;or,  
Name .....age.....  
Residing at.....;or,  
Name .....age.....  
Residing at.....;or,

Anyone of these persons *or*

2. The Independent directors of the Company as follows  
 Professor Emeritus Dr. Khunying Suchada Kiranandana **or**  
 Mr. Teerapol Chotichanapibal **or**  
 Ms. Piyaporn Phanachet

(Information of the above Independent Directors is in Attachment No. 9)

Anyone of the above to be my/our Proxy to attend and vote in the Extraordinary General Meeting of Shareholders No. 1/2025 which will be held on Friday, February 6, 2026 at 14.00 hrs. (which was postponed from the meeting on Friday, September 26, 2025 and Thursday, December 4, 2025) via electronic media (E-Meeting) only or on any changes in date, time and at other venue.

Any acts performed by said Proxy Holder at the aforementioned meeting shall be deemed as my/our act.

Signed ..... Proxy Grantor  
 ( )

Signed ..... Proxy Holder  
 ( )

Signed ..... Proxy Holder  
 ( )

Signed ..... Proxy Holder  
 ( )

Remarks:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of the shares to many proxies for splitting votes.
2. 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.

Duty Stamp  
THB 20**Proxy Form B**

(Form with fixed and specific details authorizing proxy)

Written at .....  
Date ..... Month ..... Year .....

1. I/We..... Nationality.....  
Residing at .....
2. Being a shareholder of **Dusit Thani Public Company Limited** holding a total number of ..... shares and having rights to vote equivalent to ..... votes as follows:  
Ordinary share for..... shares and having rights equivalent to ..... votes  
Preferred share for..... shares and having rights equivalent to ..... votes
3. Hereby authorize: (Please choose only one)

If choosing No. 1 please mark  in front of the number, and provide details of the proxy (proxies)

1. Name ..... age .....  
Residing at.....;or,  
Name ..... age .....  
Residing at.....;or,  
Name ..... age .....  
Residing at.....;or,  
Anyone of these persons **or**

2. The Independent directors of the Company as follows  
 Professor Emeritus Dr. Khunying Suchada Kiranandana **or**  
 Mr. Teerapol Chotichanapibal **or**  
 Ms. Piyaporn Phanachet

If choosing No. 2 please mark  in front of the number, and choose one of the Independent Directors.

(Information of the above Independent Directors is in Attachment No. 9)

Anyone of the above to be my/our Proxy to attend and vote in the Extraordinary General Meeting of Shareholders No. 1/2025 which will be held on Friday, February 6, 2026 at 14.00 hrs. (which was postponed from the meeting on Friday, September 26, 2025 and Thursday, December 4, 2025) via electronic media (E-Meeting) only or on any changes in date, time and at other venue.

4. I/We hereby authorize the proxy to votes on my/our behalf at this Meeting, as follows;
 

<b>Agenda 1</b>	<b>To adopt the minutes of the Annual General Meeting of Shareholders No. 32/2025</b> Since this agenda was already voted in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, September 26, 2025, <b>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.</b>
<b>Agenda 2</b>	<b>To consider and approve the Audited Financial Statements for the year ended December 31, 2024 and the auditor's report</b> Since this agenda was already voted in the Extraordinary General Meeting of Shareholders No. 1/2025 on Friday, September 26, 2025, <b>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.</b>

**Agenda 3 To consider and approve the removal of Mr. Chanin Donavanik 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, **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. The candidates nominated for the positions are as follows:**

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;  
The appointment of the whole set of Directors.

Approve       Disapprove       Abstain

The appointment of individual Director(s) as follows;

**1. Dr. Parnpree Bahiddha-nukara (Independent Director)\***

Approve       Disapprove       Abstain

**2. Mr. Kulit Sombatsiri (Independent Director)**

Approve       Disapprove       Abstain

**3. Mr. Thaweelap Rittapirom (Independent Director)**

Approve       Disapprove       Abstain

**4. Miss Ajarin Pattanapanchai (Independent Director)**

Approve       Disapprove       Abstain

\*Note: 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 of Dusit Thani Public Company Limited. The details are provided in the information disclosed in the Notice of the Extraordinary General Meeting of Shareholders of the Company.

**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:**

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;  
The appointment of the whole set of Directors.

Approve       Disapprove       Abstain

The appointment of individual Director(s) as follows;

**1. Dr. Krisada Kaweeyarn (Director)**

Approve       Disapprove       Abstain

**2. Mr. Sek Wannamethee (Director)\***

Approve       Disapprove       Abstain

**3. Mr. Pandit Mongkolkul (Director)**       Approve       Disapprove       Abstain

**4. Mr. Poom Osatananda (Director)**       Approve       Disapprove       Abstain

**5. Mr. Supasak Chirasavinuprapand (Director)**       Approve       Disapprove       Abstain

**6. Mr. Pichai Dusdeekulchai (Independent Director)**       Approve       Disapprove       Abstain

\*Note: 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 of Dusit Thani Public Company Limited. The details are provided in the information disclosed in the Notice of the Extraordinary General Meeting of Shareholders of the Company.

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

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

\*Note: On September 12, 2025, the Company's Board of Directors resolved to approve the amendment of the directors' signing authority on behalf of the Company from "Names 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 "Names 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".

**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**

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
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## **Agenda 6 Other matters (if any)<sup>1</sup>**

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

Approve

Disapprove

Abstain

5. If the proxy holder does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

6. In case I/we have not declared a voting intention in any agenda or have not clearly specified or in case the meeting considers or passes resolution in agenda other than those agenda specified above, including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to reasonably consider and vote as to his/her consideration.

I/We shall be fully liable for any action taken by proxy holder at the meeting, unless the proxy holder abstain vote according to me/us specified in the proxy.

Signed \_\_\_\_\_ Proxy Grantor  
( )

Signed \_\_\_\_\_ Proxy Holder  
( )

Signed \_\_\_\_\_ Proxy Holder  
( )

Signed \_\_\_\_\_ Proxy Holder  
( )

Remarks:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of the shares to many proxies for splitting votes.
2. In respect of the agenda regarding the appointment of the directors, the appointment can be made for all directors or for individual director.
3. In excess of the agendas stipulated above, additional agendas can be specified in the Attachment to Proxy Form B, as enclosed.

Page 4 of 6 Pages

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<sup>1</sup> 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.

## **Attachment to Proxy Form B**

### **The proxy as Shareholder of Dusit Thani Public Company Limited**

In the Extraordinary General Meeting of Shareholders No. 1/2025 which will be held on Friday, February 6, 2026 at 14.00 hrs. (which was postponed from the meeting on Friday, September 26, 2025 and Thursday, December 4, 2025) via electronic media (E-Meeting) only or on any changes in date, time and at other venue.

Agenda.....Subject.....

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

Agenda.....Subject.....

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

Agenda.....Subject.....

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

Agenda.....Subject.....

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

Agenda.....Subject.....

(a) The proxy shall be entitled to consider and vote in lieu of me/us in all respects as deemed appropriate.

(b) The proxy shall vote in accordance with my/our wish as follows;

<input type="checkbox"/> Approve	<input type="checkbox"/> Disapprove	<input type="checkbox"/> Abstain
----------------------------------	-------------------------------------	----------------------------------

Agenda .....To elect Directors (continued)

Name.....  
 Approve       Disapprove       Abstain

Date

Subject : Certification of Information and Consent Relating to the Nominated Candidates for Election as Directors of Dusit Thani Public Company Limited

To : The Board of Directors of Dusit Thani Public Company Limited

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

(1) I, Mr./Mrs./Ms. ...., being nominated for election as a director of Dusit Thani Public Company Limited (the “Company”) by Chanut & Children Company Limited, as referenced in the aforementioned letter, hereby certify that I possess all the qualifications required by law and do not have any characteristics that would render me untrustworthy to serve as a director of the Company, which is a listed company on the Stock Exchange of Thailand, as detailed in Attachment 1.

(2) I have submitted the completed Representation Form of Nominated Candidate for Directorship in Dusit Thani Public Company Limited in the format prescribed by the Company (Attachment 2), together with this document. I have also enclosed the following supporting documents for the Company’s verification of my qualifications as a director. (Please check  the box next to each document enclosed and specify the number of pages.)

- Educational and training certificates – Total of ..... pages
- Employment history – Total of ..... pages
- Documentation from the SEC’s database of directors and executives of listed companies and securities issuers (Whitelist)
  - Confirmation of my inclusion in the Whitelist – Total of ..... pages
  - In the event that I am not yet listed in the Whitelist, documentation of the qualification verification issued by the Securities and Exchange Commission – Total of ..... pages
- Other documents, including a copy of my valid national ID card, house registration, or passport – Total of ..... pages

I hereby certify that all information provided is accurate, complete, and not misleading or omission in any material respect. I have signed each page of the submitted documents.

(3) I hereby consent to the Company disclosing the information and supporting documents I have submitted to the Company to its directors, executives, employees, advisors, and any other persons involved in the consideration and verification of such information. This includes disclosure in the Company’s notice of shareholders’ meeting, during the shareholders’ meeting itself, and any other disclosures made by the Company in accordance with applicable laws, regulations, and corporate governance practices.

I further waive any legal claims against the Company in relation to the disclosure of such information to the aforementioned parties.

For the purpose of evidence, I have signed each page of this document accordingly.

.....Nominated Candidate for Company Directorship

(.....)

Date: .....

**Form of Certification of Director Qualifications and Confirmation of Absence of Disqualifying Characteristics**

I hereby certify that I do not possess any of the following disqualifying characteristics:

1. I am not a person who:
  - (1) Is bankrupt, incompetent, or quasi-incompetent.
  - (2) Is prohibited from serving as a director, manager, authorized person, or advisor of a financial institution under Thai or foreign laws governing financial institutions, and is currently subject to such prohibition due to any of the following:
    - a) Malfeasance, fraud, or deceit involving property.
    - b) Management in violation of laws or regulatory orders, or improper management.
    - c) Unfair or exploitative conduct in violation of laws.
  - (3) Has been convicted by a final court judgment and sentenced to imprisonment for any of the following offenses, regardless of whether the sentence was suspended, and less than three years have passed since release or completion of the suspended sentence:
    - a) Offenses under Section 281/2 paragraph two, Section 289 in conjunction with Section 90 (only those involving public fraud), or Sections 306 to 315 of the Securities and Exchange Act B.E. 2535.
    - b) Offenses under Sections 92 to 100, Section 125 in conjunction with Section 16 (only those involving public fraud), or Sections 145 to 150 of the Derivatives Act B.E. 2546.
  - (4) Has been convicted by a final court judgment and sentenced to imprisonment for criminal offenses involving fraudulent, deceitful, or dishonest management of property, and less than three years have passed since release or completion of the suspended sentence.
  - (5) Has been subject to a final court order for asset forfeiture to the State under laws relating to anti-corruption, anti-money laundering, or similar laws, and for whom a period of less than three years has elapsed since the date of such final court order.
  - (6) Has engaged in conduct described in item (3), resulting in the SEC filing a criminal complaint with the police, and is currently under investigation, prosecution, or trial.
2. I have not engaged in any conduct constituting an offense under Sections 238, 240 to 243, Section 281/2 paragraph one, and Section 281/10 of the Securities and Exchange Act B.E. 2535, prior to its amendment by the Securities and Exchange Act (No. 5) B.E. 2559, which would result in any of the following circumstances:

- (1) A final judgment has been rendered sentencing me to imprisonment for such offense, where the complaint or prosecution was initiated by a party other than the Securities and Exchange Commission (SEC), and less than three years have passed since the completion of the sentence or the expiration of the probation period.
- (2) I have been subject to a civil sanction imposed by the Civil Sanction Committee, as notified in writing, and the period specified by the SEC (not exceeding three years) has not yet elapsed.
- (3) I have been formally accused by the SEC to the investigating officer, and such accusation results in disqualification from holding office, effective from the date of the SEC's written accusation and continuing until one of the following conditions is met:
  - (a) The public prosecutor issues a final order not to prosecute, or the court renders a final judgment of acquittal.
  - (b) Three years have passed since the completion of the sentence or the expiration of the probation period.

3. I have never been subject to a settlement or formally accused by the SEC in a manner that would result in disqualification under the Notification of the Capital Market Supervisory Board No. Kor Jor. 8/2553 regarding the Determination of Untrustworthy Characteristics of Directors and Executives of Companies (including any amendments), or under Notification No. Kor Jor. 3/2560 (including any amendments).

In the event that I serve as a member of the Audit Committee, I further certify that I meet the following qualifications:

- (1) I am an independent director and not a director assigned by the Board of Directors to make decisions on the operations of the Company, its parent company, subsidiaries, affiliates, fellow subsidiaries, major shareholders, or controlling persons. I am also not a director of any parent company, subsidiary, or fellow subsidiary that is a listed company.
- (2) I possess adequate knowledge and experience to perform the duties of an audit committee member (At least one member of the audit committee must have sufficient expertise and experience to review the reliability of financial statements).

แบบรับรองข้อมูลผู้ที่ได้รับการเสนอชื่อเพื่อรับเลือกตั้งเป็นกรรมการของ  
บริษัท ดุสิตธานี จำกัด (มหาชน)

**REPRESENTATION FORM OF NOMINATED CANDIDATE FOR DIRECTORSHIP IN  
DUSIT THANI PUBLIC COMPANY LIMITED**

**1. รายละเอียดส่วนตัว PERSONAL DATA**

ชื่อภาษาไทย \_\_\_\_\_

Name in Thai

ชื่อภาษาอังกฤษ \_\_\_\_\_

Name in English

เลขที่บัตรประชาชน / หนังสือเดินทาง \_\_\_\_\_

ID Card No. / Passport No.

ที่อยู่ตามบัตรประชาชน \_\_\_\_\_

Address by ID Card

โทรศัพท์ \_\_\_\_\_ มือถือ \_\_\_\_\_

Telephone \_\_\_\_\_ Mobile Phone \_\_\_\_\_

อีเมล \_\_\_\_\_ โทรสาร \_\_\_\_\_

E-mail \_\_\_\_\_ Fax \_\_\_\_\_

ที่อยู่ปัจจุบันสามารถติดต่อได้ \_\_\_\_\_

Contact Address

วันเดือนปีเกิด \_\_\_\_\_ อายุ \_\_\_\_\_

Date of Birth \_\_\_\_\_ Age \_\_\_\_\_

ศาสนา \_\_\_\_\_ สัญชาติ \_\_\_\_\_

Religion \_\_\_\_\_ Nationality \_\_\_\_\_

## 2. การศึกษา EDUCATION

### 2.1 ประวัติการศึกษา Educational Background

วุฒิการศึกษา Degree	สาขาวิชาหลัก Subject	สถาบันการศึกษา Academy	ปีที่สำเร็จการศึกษา Academic Year

### 2.2 การผ่านการอบรมหลักสูตรของสมาคมส่งเสริมสถาบันกรรมการบริษัทไทย/Thai IOD Training Program (Thai IOD)

ชื่อหลักสูตร Program	ปีที่เข้ารับการฝึกอบรม Year
[ ] Director Certification Program (DCP)	-----
[ ] Director Accreditation Program (DAP)	-----
[ ] Audit Committee Program (ACP)	-----
[ ] The Role of Chairman (RCM)	-----
[ ] Finance for Non-Finance Director (FN)	-----
[ ] อื่น ๆ ระบุ Other (specify)	-----

## 3. ประสบการณ์การทำงาน WORKING EXPERIENCE

ปี Year	ชื่อสถานที่ทำงาน Name of Company	ประเภทธุรกิจ Type of Business	ตำแหน่งงาน Position

### 3.1 ทักษะและสาขาวิชาของผู้ถูกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการดำรงตำแหน่งเป็นกรรมการ

#### **Skill and expertise of the nominated candidate for company directorship**

<input type="checkbox"/> ธุรกิจ โรงแรม (Hotel business)	<input type="checkbox"/> ธุรกิจการศึกษา (Education business)
<input type="checkbox"/> ธุรกิจอาหาร (Food business)	<input type="checkbox"/> ธุรกิจอสังหาริมทรัพย์ (Property business)
<input type="checkbox"/> การจัดการ (Management)	<input type="checkbox"/> การตลาด (Marketing)
<input type="checkbox"/> กฎหมาย (Law)	<input type="checkbox"/> การตรวจสอบ (Auditing)
<input type="checkbox"/> การบัญชี (Accounting)	<input type="checkbox"/> การเงินและการลงทุน (Finance and Investment)
<input type="checkbox"/> เทคโนโลยีสารสนเทศ (IT)	<input type="checkbox"/> ความยั่งยืน (Sustainability)
<input type="checkbox"/> อื่น ๆ (Others).....	

### 4. ญาติสนิท และผู้ที่เกี่ยวข้อง

#### **CLOSE RELATIVES AND RELATED PERSONS**

ญาติสนิท หมายถึง บุคคลที่มีความสัมพันธ์ทางสายโลหิต หรือโดยการจดทะเบียนตามกฎหมายได้แก่ คู่สมรส บิดา มารดา พี่น้อง บุตร และบุตรบุญธรรม รวมทั้งคู่สมรสของบุตร และบุตรบุญธรรม

**Close relatives** means persons with blood relationship or certain relationship under duly registration i.e. spouse, father, mother, sibling, children, and adopted children including spouse of children and spouse of adopted children.

ผู้ที่เกี่ยวข้อง หมายถึง บุคคลดังต่อไปนี้

- (1) คู่สมรส
- (2) บุตรที่ยังไม่บรรลุนิติภาวะ
- (3) ห้างหุ้นส่วนสามัญที่บุคคลดังกล่าว รวมถึง (1) หรือ (2) เป็นหุ้นส่วน
- (4) ห้างหุ้นส่วนจำกัดที่บุคคลดังกล่าว รวมถึง (1) หรือ (2) เป็นหุ้นส่วนไม่จำกัดความรับผิด หรือจำกัดความรับผิดรวมกันเกินกว่า 30%
- (5) บริษัทจำกัด หรือบริษัทมหาชน์จำกัดที่บุคคลดังกล่าว รวมถึง (1) หรือ (2) หรือ (3) หรือ (4) ถือหุ้นรวมกันเกินกว่า 30%
- (6) บริษัทจำกัด หรือบริษัทมหาชน์ที่บุคคลดังกล่าว รวมถึง รวมถึง (1) หรือ (2) หรือ (3) หรือ (4) หรือ (5) ถือหุ้นรวมกันเกินกว่า 30%
- (7) นิติบุคคลที่ผู้ถูกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการดำรงตำแหน่งเป็นกรรมการมีอำนาจจัดการในฐานะเป็นผู้แทนของนิติบุคคล (เช่น เป็นผู้บริหารสูงสุดในนิติบุคคลนั้น หรือมีอำนาจลงนามผูกพันนิติบุคคลนั้นแต่เพียงผู้เดียว)

**Related person** means the followings:

- (1) Spouse
- (2) Underage children
- (3) Ordinary Partnership where the person as well as (1) or (2) are partners
- (4) Limited Partnership where the person as well as (1) or (2) are partners with unlimited liability or with limited liability provided that their holdings are over 30%
- (5) Limited company or public company where the person plus (1) or (2) or (3) or (4) collectively hold more than 30% stakes
- (6) Limited company or public company where the person plus (1) or (2) or (3) or (4) or (5) collectively hold more than 30% stakes
- (7) Juristic person in which the nominated candidate for company directorship has authority to take actions on behalf of the juristic person (e.g. being highest management position in such juristic person or being a single authorized signatory of such juristic person)

4.1 คู่สมรส/Spouse

ชื่อคู่สมรส ..... วันเดือนปีเกิด/อายุ .....

Spouse's name

Date of Birth/Age

4.2 บิดา-มารดา/Father and Mother

ชื่อบิดา ..... วันเดือนปีเกิด/อายุ .....

Father's Name

Date of Birth/Age

ชื่อมารดา .....

วันเดือนปีเกิด/อายุ .....

Mother's Name

Date of Birth/Age

4.3 พี่น้อง/Sibling

ชื่อ/Name	เพศ/Sex	วันเดือนปีเกิด/อายุ Date of Birth/Age	หมายเหตุ/Remark
1.			
2.			
3.			
4.			
5.			

4.4 บุตร และ/หรือ บุตรบุญธรรม/Children and/or adopted children

ชื่อ/Name	เพศ/Sex	วันเดือนปีเกิด/อายุ Date of Birth/Age	หมายเหตุ/Remark
1.			
2.			
3.			
4.			
5.			

4.5 คู่สมรสของบุตร และ/หรือบุตรบุญธรรม/Spouse of Child and/or spouse of adopted children

ชื่อ/Name	เพศ/Sex	วันเดือนปีเกิด/อายุ Date of Birth/Age	หมายเหตุ/Remark
1.			
2.			
3.			
4.			
5.			

4.6 ผู้ที่เกี่ยวข้อง/Related persons

ชื่อ/Name	ความสัมพันธ์ Relationship	หมายเหตุ/Remark
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		

5. รายชื่อบริษัทอื่นที่ผู้ถูกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการดำรงตำแหน่งเป็นกรรมการ และ/หรือ ผู้บริหาร และ/หรือ ผู้ถือหุ้น

**LIST OF COMPANIES WHERE THE NOMINATED CANDIDATE FOR COMPANY DIRECTORSHIP IS DIRECTOR AND/OR EXECUTIVE AND/OR SHAREHOLDER**

ชื่อบริษัท Company name	ระบุตำแหน่ง ผู้บริหารในบริษัท Specify executive position in company	ระบุตำแหน่ง กรรมการบริษัท Specify director position in company	สัดส่วนการถือหุ้น ในบริษัท Shareholding %	ประเภท ธุรกิจ Type of Business
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				

6. รายชื่อบริษัทอื่นที่ญาติสนิทหรือผู้ที่เกี่ยวข้องของผู้ถูกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการเป็นผู้ถือหุ้น  
เกินกว่าร้อยละ 10

**LIST OF COMPANIES IN WHICH CLOSE RELATIVES OR RELATED PERSONS OF THE NOMINATED CANDIDATE FOR COMPANY DIRECTORSHIP HOLD SHARES EXCEEDING 10%**

ชื่อญาติสนิทหรือผู้ที่เกี่ยวข้อง Name of Close Relatives or Related Persons	ความสัมพันธ์ Relationship	ชื่อบริษัทที่เป็นผู้ถือหุ้น Name of Company where is Shareholder	สัดส่วนการถือหุ้น % of Shareholding	ประเภทธุรกิจ Type of Business
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				
9.				
10.				

7. รายชื่อบริษัทอื่นที่ญาติสนิทของผู้คุกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการดำรงตำแหน่งเป็นกรรมการ

**LIST OF COMPANIES WHERE CLOSE RELATIVES OF THE NOMINATED CANDIDATE FOR COMPANY DIRECTORSHIP IS DIRECTOR**

ชื่อญาติสนิท Name of Close Relatives	ความสัมพันธ์ Relationship	ชื่อบริษัทที่เป็นกรรมการ Name of Company where is Director	หมายเหตุ Remark
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			

8. การถือหุ้นบริษัท ดุสิตธานี จำกัด (มหาชน) ของผู้คุกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการ และญาติสนิท

**SHAREHOLDING IN DUSIT THANI PUBLIC COMPANY LIMITED OF THE NOMINATED CANDIDATE FOR COMPANY DIRECTORSHIP AND CLOSE RELATIVES**

ชื่อ <sup>1</sup> Name of Shareholder	จำนวนหุ้นที่ถือ <sup>2</sup> Amount of Shareholding	สัดส่วน <sup>3</sup> %	เลขที่ใบหุ้น <sup>4</sup> Share Certificate No.
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			

9. ลักษณะความสัมพันธ์ของผู้ได้รับการเสนอชื่อซึ่งมีคุณสมบัติเป็นกรรมการอิสระ  
(กรณีเสนอเป็นกรรมการอิสระ)

**RELATIONSHIP CHARACTERISTICS OF NOMINATED PERSON WITH  
QUALIFICATION OF AN INDEPENDENT DIRECTOR**

(IN CASE OF PROPOSING TO BE AN INDEPENDENT DIRECTOR)

<b>ลักษณะความสัมพันธ์</b> <b>Relationship Characteristics</b>	<b>คุณสมบัติการเป็นกรรมการอิสระของผู้ที่ได้รับการเสนอชื่อ เข้ารับการเลือกตั้งเป็นกรรมการ</b> <b>Qualification of an Independent Director of Nominated Candidate for Company Directorship</b>
<p>การถือหุ้นในบริษัท Holding DUSIT share(s)</p> <p>- จำนวนหุ้นถือโดยตนเอง (หุ้น)</p> <p>Amount holding by himself/herself (share(s))</p> <p>- จำนวนหุ้นถือโดยผู้เกี่ยวข้อง (หุ้น)</p> <p>Amount holding by related person (share(s))</p> <p>- สัดส่วนของจำนวนหุ้นที่มีสิทธิออกเสียงทั้งหมด (%)</p> <p>% of issued shares having voting rights</p>	<p>.....หุ้น share(s)</p> <p>.....หุ้น share(s)</p> <p>ร้อยละ ..... (%)</p>
<p>เป็นญาติสนิทกับกรรมการ/ผู้บริหาร/ผู้ถือหุ้นรายใหญ่/ ผู้มีอำนาจควบคุม หรือบุคคลที่จะได้รับการเสนอชื่อให้เป็น<sup>ผู้บริหาร หรือผู้มีอำนาจควบคุมของบริษัท/บริษัทย่อย</sup></p> <p>Being close relatives to director/executive/major shareholders/ controlling person or person to be nominated as executive/controlling person of the Company and subsidiaries</p>	<p><input type="checkbox"/> เป็น Yes (โปรดระบุ/Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่เป็น No</p>
<p>การมีความสัมพันธ์ในลักษณะดังต่อไปนี้กับบริษัท บริษัท ใหญ่/บริษัทย่อย/บริษัทร่วม/ผู้ถือหุ้นรายใหญ่ หรือผู้มี อำนาจควบคุมในปัจจุบัน หรือในช่วง 2 ปีที่ผ่านมา</p> <p>Having relationship in any of these characteristics to DUSIT/parent company/subsidiary companies/associated companies/major shareholders or controlling person either at present or during the past 2 years</p> <p>- เป็นกรรมการที่มีส่วนร่วมบริหารงาน พนักงาน ลูกจ้าง หรือที่ปรึกษาที่ได้รับเงินเดือนประจำ</p> <p>Being an executive director, staff, employee or advisor who receives salary</p>	<p><input type="checkbox"/> เป็น Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่เป็น No</p>

ลักษณะความสัมพันธ์ Relationship Characteristics	คุณสมบัติการเป็นกรรมการอิสระของผู้ที่ได้รับการเสนอชื่อ เข้ารับการเลือกตั้งเป็นกรรมการ Qualification of an Independent Director of Nominated Candidate for Company Directorship
<ul style="list-style-type: none"> <li>- เป็นผู้ให้บริการทางวิชาชีพใด ๆ ซึ่งรวมถึงการให้บริการเป็นที่ปรึกษากฎหมาย หรือที่ปรึกษาการเงินที่ได้รับค่าบริการเกินกว่า 2 ล้านบาทต่อปี หรือเป็นผู้สอบบัญชี Being a professional service provider including legal advisor or financial advisor who receives service fees exceeding THB 2 million per year or an auditor</li> <li>- มีความสัมพันธ์ทางธุรกิจ (เช่น การซื้อขายวัตถุดิบ/สินค้า/บริการ/การให้กู้ยืมเงินหรือการกู้ยืมเงิน) โดยระบุขนาดของรายการค้าย Having business relationship (such as buy/sell raw materials/products/services/lending/borrowing), specify transaction size</li> </ul>	<p><input type="checkbox"/> เป็น Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่เป็น No</p> <p><input type="checkbox"/> ไม่ Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่มี No</p>
<p>เป็นกรรมการที่ได้รับการแต่งตั้งขึ้นเพื่อเป็นตัวแทนของกรรมการของบริษัท ผู้ถือหุ้นรายใหญ่ หรือผู้ถือหุ้นซึ่งเป็นผู้ที่เกี่ยวข้องกับผู้ถือหุ้นรายใหญ่ Being a director appointed as representative of the Board of Directors, major shareholder or shareholder who is related to a major shareholder of the Company</p>	<p><input type="checkbox"/> เป็น Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่เป็น No</p>
<p>ประกอบกิจการที่มีสภาพอย่างเดียวกันและเป็นการแข่งขันที่มีนัยกับกิจการของบริษัทหรือบริษัทย่อย Undertaking any business in the same nature and in competition with the business of the Company or its subsidiary</p>	<p><input type="checkbox"/> ใช่ Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่ใช่ No</p>
<p>มีลักษณะอื่นใดที่ทำให้ไม่สามารถให้ความเห็นอย่างเป็นอิสระเกี่ยวกับการดำเนินงานของบริษัท Having characteristics which make him/her incapable of expressing independent opinions with regard to the Company's business</p>	<p><input type="checkbox"/> ไม่ Yes (โปรดระบุ/ Please specify)..... ..... .....</p> <p><input type="checkbox"/> ไม่มี No</p>

## 10. ข้อมูลสำคัญอื่น (โปรดระบุให้ครบถูกข้อ)<sup>1</sup>

Other important information (please specify all details)

10.1 โปรดอธิบายว่าท่านได้รับการติดต่อเพื่อเข้ามารับเลือกตั้งเป็นกรรมการของบริษัทฯ ได้อย่างไร และใครเป็นผู้ติดต่อท่าน

<sup>1</sup> For item 10.4, only candidates who are nominated for a position of director are required to fill out.

Please explain the details of how you get nominated for this position as a director of the Company, and who contacted you in relation to this nomination.

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10.2 ท่านมีส่วนได้เสียในการได้รับเสนอชื่อให้เลือกตั้งเป็นกรรมการของบริษัทฯ หรือการเข้ารับตำแหน่ง ไม่ว่าทางตรงหรือทางอ้อม นอกเหนือจากค่าตอบแทนกรรมการตามปกติหรือไม่ และท่านมีส่วนได้เสีย อื่นใดที่อาจขัดแย้งทางผลประโยชน์กับบริษัทหรือไม่ (เช่น การดำรงตำแหน่งในหรือได้รับประโยชน์จากบริษัทที่ประกอบธุรกิจที่มีสภาพอย่างเดียวกันและเป็นการแข่งขันกับกิจการของบริษัทฯ เป็นต้น)

Whether you have an interest in being nominated for election as a director of the Company or taking office, whether directly or indirectly, other than the usual remuneration of directors, and whether you have any other interests that may conflict of interest with the Company (such as holding a position in or benefiting from a company that operates a business that is in the same condition and is in competition with the Company's business, etc.);

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10.3 ท่านเคยถูกดำเนินคดีในคดีแพ่ง อาญา ปกครอง หรืออนุญาโตตุลาการ หรือถูกดำเนินการสอบสวนทาง วินัย หรือถูกสืบสวนหรือสอบสวนใด ๆ หรือถูกร้องเรียนใด ๆ ไม่ว่าจะในประเทศไทยหรือใน ต่างประเทศหรือไม่ ไม่ว่าเรื่องดังกล่าวได้เสร็จสิ้นไปแล้วหรือกำลังอยู่ในระหว่างการพิจารณา

ทั้งนี้ ในส่วนของการถูกสืบสวนหรือสอบสวนหรือถูกร้องเรียนนั้น ให้รวมถึงการถูกดำเนินการดังกล่าว ไม่ว่าโดยหรือต่อหน่วยงานของรัฐหรือหน่วยงานเอกชน

(อย่างน้อย โปรดระบุข้อมูลเกี่ยวกับ (1) ประเภทของคดีหรือการสืบสวนสอบสวน เช่น เป็นคดีแพ่ง อาญา ปกครอง หรือการสอบสวนโดยหน่วยงานใดเรื่องใด (2) เขตอำนาจศาลหรือหน่วยงานที่เกี่ยวข้อง เช่น ศาลแพ่ง ศาลอาญา ศาลปกครอง กรมสอบสวนคดีพิเศษ หรือหน่วยงานที่กำกับดูแล และหมายเหตุ คดีหรือหมายเหตุสำนวนการสอบสวน (หากมี) (3) รายละเอียดคู่ความในคดี (4) สถานะหรือบทบาท เช่น เป็นจำเลย ผู้ถูกร้องเรียน หรือผู้ถูกสอบสวน (5) ข้อกล่าวหา ประเด็นข้อพิพาท หรือเรื่องที่ถูก

สอบสวน เช่น ข้อกล่าวหาเรื่องการละเมิดสัญญา ถูกสอบสวนทางวินัย และ (6) สถานะปัจจุบันและผลการพิจารณา)

Have you, at any time, whether in Thailand or in any other jurisdiction, subject to any civil, criminal, administrative, regulatory, arbitral, or disciplinary action, , investigation or inquisitorial or subject to any complaints.

For investigations or inquisitorial or complaints shall include the actions taken by any governmental or private authority.

*(Please declare at least the following (1) Type of case or investigation or inquisitorial e.g. civil, criminal, administrative, or investigation from which authority, (2) Jurisdiction and relevant authority e.g. civil court, criminal court, administrative court, department of special investigation, or the governing authority and the case number or investigation number (if any), (3) Details of the parties involved, (4) Role/capacity e.g. defendant, respondent, person under investigation, (5) Allegations, issues in dispute, or subject of investigation e.g. breach of contract, disciplinary investigation, and (6) Current status and outcome.)*

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10.4 สำหรับท่านที่ได้รับการเสนอชื่อเข้ามาเป็นกรรมการที่ไม่ใช่กรรมการอิสระ โปรดอธิบายแนวทางการบริหารงานบริษัทฯ ว่าท่านจะเข้ามามีบทบาทอย่างไร (เช่น เป็นกรรมการที่มีส่วนร่วมในการบริหารงานหรือไม่) มีแนวทางนโยบายการบริหารงานบริษัทฯ อย่างไรบ้าง

For those who will be nominated for directorship which is not an independent director, please explain the direction of management in the Company (e.g. whether you will be a director involved in management), how would you manage and what are your policies towards the Company.

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ขอรับรองว่าเป็นข้อมูลที่เป็นจริงครบถ้วนและถูกต้องทุกประการ โดยข้าพเจ้ามิได้ให้ข้อมูลเท็จหรือปกปิดข้อความจริงที่ควรบอกให้แจ้งแต่อย่างใด

I hereby certify that the information given is true and correct information and that there is no false statement or concealing of facts whatsoever.

ลงชื่อ..... ผู้ถูกเสนอชื่อเข้ารับการเลือกตั้งเป็นกรรมการ

Signature

Nominated Candidate for Company Directorship

( )

วัน เดือน ปี ที่ให้ข้อมูล.....

Information Provided Date