



- Translation -

**Minute of Annual General Meeting of Shareholders for the year 2025
of
Major Cineplex Group Public Company Limited
Held on Tuesday 8th April, 2025
In the form of electronic meeting
According to the Emergency Decree on Electronic Meeting B.E. 2563,
including other relevant laws and regulations**

The directors who were present in the Meeting are as follows:

- | | | |
|-------------------|------------------|---|
| 1. Mr. Kraithip | Krairiksh | Independent Director and Chairman of the Board of Directors
Independent Director, Chairman of Nomination and Remuneration Committee, Audit Committee and Corporate Governance and Sustainability Development Committee |
| 2. Mr. Prasert | Bunsumpun | Independent Director, Vice President and Investment Committee |
| 3. Mr. Vicha | Poolvaraluk | Director, Chairman of Executive Committee and Chief Executive Officer |
| 4. Mr. Chai | Jroongtanapibarn | Independent Director, Chairman of Audit Committee and Nomination and Remuneration Committee |
| 5. Satian | Pooprasert, M.D. | Independent Director, Chairman of Risk Management Committee and Corporate Governance and Sustainability Development Committee |
| 6. Ms. Chonthicha | Chitraporn | Independent Director, Chairman of Corporate Governance and Sustainability Development Committee, Audit Committee and Risk Management Committee |
| 7. Mrs. Oranuch | Apisaksirikul | Independent Director and Chairman of Investment Committee |
| 8. Mr. Pawatt | Ongvasith | Director, Executive Director, Nomination and Remuneration Committee, Risk Management Committee and Investment Committee |
| 9. Mr. Thanakorn | Puriwekin | Director and Executive Director |
| 10. Mrs. Paradee | Poolvaraluk | Director and Executive Director |

Remark: 100% of directors attended the Meeting

The executive officer:

- | | | |
|-----------------|---------------|---|
| 1. Ms. Thitapat | Issarapornpat | Chief Finance Officer and Company Secretary |
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The legal consultants in attendance:

- | | | |
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| 1. Ms. Pornpilai | Kosonprapa | Legal Consultant
Siam Premier International Law Office Limited
and The Secretary of the Meeting |
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MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED

Registration No. 010754500047

1839,1839/1,1839/6 Phaholyothin Rd., Ladyao, Jatuchak, Bangkok 10900 Tel: 0-2511-5427-36 www.majorcineplex.com



The auditor in attendance:

1. Ms. Tithinun Vankeo

PricewaterhouseCoopers ABAS Co., Ltd.

Before the Commence of the Meeting.

The secretary of the meeting announced that with in order to maintain the meeting efficiency and fashionable for the present day, The Company is aware of unnecessary expenses and convenience for all shareholders to attend the meeting including those who are involved in organizing the meeting. The Company organized this meeting in a form of electronic meeting according to the Emergency Decree on Electronic Meeting B.E. 2563 and Public Limited Companies Act, (No.4) B.E. 2565 from 24th May 2022, including other relevant laws and regulations.

In order to comply with the Good Corporate Governance Principles, the Company provided the opportunity to the shareholders to propose matters that deemed appropriate to include in the agenda of this Annual General Meeting of Shareholders, to nominate a person to be elected as a director from 15th November 2024 to 31st January 2025 through the websites www.majorcineplex.com and www.set.or.th including to submit questions about the meeting agendas in advance via email since 5th March 2025. There was no shareholders proposed any matter. Therefore, the meeting will be conducted according to the agenda specified in the invitation letter for the Annual General Meeting of Shareholders.

As the Company broadcasts video and audio conferences through electronic conference systems from the Company's headquarters. The Company appointed Inventech Systems (Thailand) Co., Ltd., a service provider specializing in electronic meeting solutions and certified by the relevant authorities, to arrange and manage the electronic conference system. Inventech Systems (Thailand) Co.,Ltd. was also responsible for verifying shareholder registration and conducting the vote count. The shareholders have confirmed their identity and registered to attend the meeting in accordance with the details of the procedures as informed by the Company in Enclosure No. 1, which the Company had already sent to the shareholders together with the Invitation letter of the meeting.

The secretary of the meeting introduced the directors and executives attended the meeting. In addition, the Company also invited an auditor from PricewaterhouseCoopers ABAS Company Limited and the legal consultants from Siam Premier International Law Office Limited to attend the meeting to ensure that the shareholders' meeting will be transparent, legitimate and in accordance with The Company's Articles of Association.

As of the date of determining the names of shareholders entitled to attend the meeting or the Record Date on 7th March 2025, there were 9,830 shareholders with the total of 829,137,102 shares. In this regard, there were 71,218,800 repurchased shares according to the Share Repurchase Project for Financial Management Purposes. These repurchased shares will not be counted in a quorum of shareholders' meeting, including shareholders holding them won't have the right to vote and receive dividends. Therefore, there are in total 757,918,302 issued shares with voting rights at this meeting. In this meeting, there were 26 shareholders attended the meeting in person, holding 351,444,296 shares, and 54 proxies, holding 211,051,687 shares, Including 80 shareholders attending the meeting both in person and by proxy and including the number of shares attending the meeting and casting a vote of 562,495,983 shares or, 74.2159% of the total number of issued shares with right to vote 757,918,302 shares according to the Company's Articles of Association, Clause 34, stipulates that the shareholders' meeting must be a shareholder in person and by proxies attending at least 25 shareholders and must hold shares in total not less than one-third of the total number of issued shares by the Company to constitute a quorum. Therefore, from

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the number of shareholders attending the meeting and the number of shares held a quorum was formed according to the Company's Articles of Association.

The Meeting commenced at 10.00 a.m.

Mr. Kraithip Krairiksh, the Chairman of the Board of Directors and Independent Director, acted as the Chairman of the Meeting opened the meeting and welcomed all shareholders to the Annual General Meeting of Shareholders of the year 2025. For the Meeting to be accurate, the Chairman requested Ms. Pornpilai Kosonprapa, to clarify the agendas and the voting Procedure on each agenda to the shareholders.

The Company informed the meeting that, for the purpose of recording, preparing the minutes, managing the meeting, and other related administrative purposes, The Company would collect, use, and disclose personal data, including still images, audio, and video recordings of all participants.

Voting Criteria and vote counting of shareholders:

- Casting a vote according to the Company's regulations requires shareholders to have one vote per share for voting in the shareholders' meeting.

- Each shareholder shall have the right to cast their vote either for approval, disapproval, or abstention, and may select only one option per agenda item. An exception is made for shareholders acting as custodians, who are permitted to split their votes.

- For Agenda Item 5, concerning the appointment of directors to replace those retiring by rotation, the election shall be conducted on an individual basis in order to comply with the principles of good corporate governance.

Voting Procedures, Vote Counting, and Q&A/Commenting are as follows:

1. The meeting will proceed in the order of the agenda items specified in the Notice of Meeting. Information on each agenda item will be presented, and shareholders will be given an opportunity to ask questions prior to voting. The results of the vote for each agenda item will be announced once.

2. In casting a vote, shareholders must select the agenda item for which they wish to vote and then click the "Vote" button. The system will display all 3 channels for voting: agree, disagree, and abstain for shareholders or many proxies, the system will display all names of proxies by voting separately for each user account. If selected cancel the vote or abstain from voting. The Company will assume that you agree with that agenda. Voting can be changed until the voting is closed.

If a shareholder wishes to cancel their vote, they may click the "Cancel Vote" button. If a shareholder fails to submit a vote within the designated time, the Company will consider that shareholder's vote as "Approve" for the relevant agenda item. Votes may be modified until the system announces the closing of the voting session for each agenda item. The Company will allow one minute for voting on each agenda item. Once the voting session has closed for an item, the results will be announced to the meeting.

3. In the case where a proxy is authorized by multiple shareholders using the same email address and telephone number for authentication, the system will consolidate the proxy authorizations into a single user account. If different email addresses or telephone numbers are used for authentication, the system will treat each authorization as a separate user account. Shareholders may switch between accounts by selecting the "User Account" menu and clicking



“Switch Account” to access a different proxy’s account. Changing accounts will not affect any votes already submitted.

4. If a shareholder registers to leave the meeting before voting on any agenda item has concluded, their vote will not be counted toward the quorum for that particular item, and their votes will not be included in the vote count for the remaining agenda items. However, leaving the meeting for a specific agenda item will not disqualify the shareholder or proxy from rejoining the meeting and voting on subsequent items that have not yet been addressed.

5. Asking Questions and Providing Comments.

Prior to voting on each agenda item, shareholders will have the opportunity to submit questions or comments related to that item. To participate, shareholders should select the relevant agenda item, click the “Question” button, enter their question in the text field, and click “Submit Question.” The Company will review and address questions that are relevant to the agenda. In the event of a high volume of submissions, the Company may, at its discretion, choose which questions to address, respond at the end of the meeting, or publish answers on its website.

6. If shareholders encounter any issues with the meeting platform or voting system, they are encouraged to refer to the instructions in the Notice of Meeting or access the “Help” menu within the system. For additional support, shareholders may contact the Inventech Call Center using the telephone number or Line Official account shown on screen.

7. In the event of a system disruption during the meeting, shareholders will receive an email with instructions to rejoin the meeting through the backup system.

When the secretary of the Meeting had explained the voting criteria, the shareholders were given the opportunity to submit any inquiries. As there were no inquiries raised, then the Chairman proceeded the meeting according to the following agendas.

Agenda 1: To consider adopting the Minutes of the 2024 Annual General Meeting of Shareholders held on 2nd April 2024

The Chairman announced that the Company held the Annual General Meeting of Shareholders for year 2024 held on 2nd April 2024 and the minutes of the meeting has been recorded and submitted to the Stock Exchange of Thailand (“SET”) and the Ministry of Commerce within the period of time prescribed by laws. It was also disclosed in the Company’s website, www.majorcineplex.com, Details of which are shown in enclosure No2. The Board of Directors has also reviewed the accuracy of the minutes of the meeting and it has been stated correctly as the meeting has resolved in all respect before submitting to the SET and the Department of Business Development. The Board of Directors considered appropriate to propose the Meeting of Shareholders to consider and adopt the Minutes of Annual General Meeting of Shareholders for year 2024, details of which are shown in attachment to the Invitation to Attend the Annual General Meeting of Shareholders.

The Chairman asked whether any shareholder wishes to make any question to the agenda. When it appeared that there were no further questions from shareholder, the Chairman requested the meeting to consider adopting the Minutes of the Annual General Meeting of Shareholders for year 2024.

Resolution: the Meeting has considered and adopt the Minutes of the Annual General Meeting of Shareholders for year 2024, by unanimous vote of the shareholders attending the

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meeting with the right to vote in the amount of 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	562,551,845	votes	or	100.0000	percent
Disapproved	0	votes	or	0.0000	percent
Abstained	0	votes	or	0.0000	percent

Agenda 2: To acknowledge the Company's Operating Performance of the year 2024

The Chairman assigned Mr. Vicha Poolvaraluk, Director, Chairman of Executive Committee and Chief Executive Officer, to report the result of The Company's operating performance of the year 2024 to meeting for.

Mr. Vicha Poolvaraluk, reported the result of business operation of The Company in 2024 to the meeting as detailed in the Annual Report which was attached together with the invitation in advance.

The Chairman invited Ms. Thitapat Issarapornpat, Chief Finance Officer, to report The Company's actions regarding anti-corruption in the past year.

Ms. Thitapat Issarapornpat, Chief Finance Officer, declared to the meeting that in the past year, The Company has placed importance on developing a good corporate governance system and proactively combating corruption. In 2024, important operations were carried out as follows:

1. Reviewing the good corporate governance policy to comply with the laws, principles of good corporate governance, and good practices both domestically and internationally. The Board of Directors, the executives, and all employees are aware of and comply with this.
2. Reviewing the process and system for receiving complaints and reporting corruption in order to ensure standardized management, monitoring, and reporting, as well as to create confidence among stakeholders in transparent, fair, and verifiable management.
3. Preparing for a renewal of certification as a member of the Thai Private Sector Collective Action against Corruption (CAC) for the 2nd time in 2025.
4. Developing a process for inspecting and overseeing transparency in transactions with third parties (Third Party Screening) to prevent individuals involved in corruption or unlawful acts from conducting business with The Company

The Chairman then asked the meeting whether there were any further comments or questions. A shareholder raised the following questions:

Mr. Achava Thaluang, a shareholder attending the meeting in person, had asked a question as follows:

Has the Company's provision of the M Pass service resulted in any changes to customer consumption behavior?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The M Pass was designed to meet the needs of true movie enthusiasts who enjoy watching a wide variety of films. Members can enjoy unlimited movie viewings, covering blockbusters, mid-budget,



and independent films. The M Pass has been gaining popularity continuously, as reflected in the rapid growth of new memberships. It represents a new option that caters to modern consumers seeking value and variety in their movie-watching experience.

Mr. Achava Thaluang, a shareholder attending the meeting in person, had asked a question as follows:

How does the M Pass benefit The Company?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company generates consistent recurring revenue each month, which helps support greater accessibility of mid- and low-budget films to a wider audience.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

What is the return from selling popcorn outside of cinemas, and is it worth the investment?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The sales of popcorn outside of cinemas have received very positive feedback. In 2024, the annual sales averaged approximately 300 million baht. The Company also expects the popcorn delivery business to continue growing significantly, as it is a worthwhile investment. Since the Company does not incur additional costs, there is potential for substantial profit growth. In addition, the Company has expanded popcorn sales through modern trade channels, with 7-Eleven convenience stores being the main distribution point. This channel has shown strong sales and growth.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

How does the Company handle films that are released but receive unpopular response from the customer?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company has adjusted its strategy by increasing promotional efforts through social media channels in order to reach a broader audience and enhance public awareness effectively. Nevertheless, the Company continues to place the highest priority on maintaining the quality of its films, as we believe that the quality of the content is the key factor in creating lasting impressions and fostering long-term customer loyalty.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

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Has The Company been affected by the recent earthquake disaster, and if so, how?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company was not significantly affected by the earthquake disaster. The only direct impact was a decrease in sales on the day of the earthquake, as the Company closed its operations earlier than usual. Apart from that, the Company's properties were not damaged.

The Chairman asked whether any shareholder wishes to make any question to the agenda. When it appeared that there were no further questions from shareholder, the chairman announced that this agenda is for acknowledgment; therefore, a vote is not required.

Agenda 3: To consider and approved the Financial statements for the fiscal year 2024, ended 31st December 2024.

The Chairman assigned Ms. Thitapat Issarapornpat, Chief Finance Officer, to report the Financial Statements of the Company in the fiscal year 2024 ended on 31st December 2024 to the meeting for consideration.

Ms. Thitapat Issarapornpat, reported that the Financial Statements of the Company in the fiscal year 2024 ended on 31st December 2024 which has been audited by the certified public accountant and has been reviewed by the Audit Committee of the Company, the details of which are shown in attachment to the Invitation, which are summarized as follows:

(Unit : Baht)

Financial Position	2024
Assets	14,039,028,711
Liabilities	8,683,672,671
Shareholder's Equity	5,355,356,040

(Unit : Baht)

Operating Results	2024
Revenues	7,766,504,978
Net Profit	744,278,578
Earnings per share	0.92

The Chairman asked whether any shareholder wishes to make any question to the agenda. When it appeared that there were no further questions from shareholder, the chairman requested the meeting to consider and approved the audited financial statements for the fiscal year 2024, ended 31st December 2024.

Resolution: the Meeting has considered and resolved to approve the financial statements for the fiscal year 2024, ended 31st December 2024 by majority vote of the shareholders attending the meeting with the right to vote in the amount of 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	556,908,645	votes	or	99.7926	percent
Disapproved	1,156,900	votes	or	0.2073	percent
Abstained	4,486,300	votes	or	-	percent

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Agenda 4: Consider the allocation of profits for the payment of dividends from the 2024 operating results

The Chairman assigned Ms. Thitapat Issarapornpat, Chief Finance Officer, to declare the dividend distribution for the year 2024 to the Meeting for consideration.

Ms. Thitapat Issarapornpat declared to the meeting that, the Company has a policy to pay dividends as announced at the rate of not less than 40 percentage of net profit after tax and legal reserves. The Company has considered the future investment plan and the need to reserve funds for business operations and expansion of the Company's business and must not have any significant impact on the normal operations of the Company and its subsidiaries.

In 2024, the Company had a net profit after income tax of Baht 744.28 million, equivalent to Baht 0.92 per share. Thus, it is eligible for the Company to consider dividend payment as section 115 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 43 of the Company's Articles of Association set out that payment of dividends from money other than profit is not allowed and the dividends shall be equally distributed according to the number of shares.

The Board of Directors has considered and passed a resolution to propose to the shareholders' meeting to consider paying dividends to shareholders from the operating results of the year 2024 between (January 2024 - December 2024) at the rate of 0.20 baht per share, representing 21.73 percentage of profit earning per share

The reasons for paying dividends at a rate lower than the established policy, which is less than 40percentage of net profit after tax and legal reserves. This is due to the necessity of enhancing financial liquidity while considering future investment plans, business expansion needs, and ensuring that normal operations of the Company and its subsidiaries are not significantly affected.

Nevertheless, this lower dividend payment rate remains consistent with the Company's policy, as the dividend policy stipulates conditions and necessities that may result in the Company considering dividend payments at rates different from the standard rate.

The Board of Directors has carefully considered that reserving funds to strengthen liquidity during this period will enhance the Company's financial stability and enable sustainable long-term growth, which will ultimately benefit all shareholders in the future.

The Company will pay dividends from the operating results of the year 2024 and determine the list of shareholders who are entitled to receive dividends on 18th April, 2025 (Record Date) and the dividend payment is scheduled to be paid to shareholders on 7th May, 2025.

The Chairman asked whether the meeting have any further question. There were no further questions from shareholders. The Chairman requested the meeting to consider and approve dividend payment for the year 2024.

Resolution: the Meeting has considered and approve dividend payment for the year 2024 by majority vote of the shareholders attending the meeting with the right to vote in the amount of 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	559,584,345	votes	or	99.4724	percent
Disapproved	2,967,500	votes	or	0.5275	percent
Abstained	0	votes	or	-	percent

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Agenda 5: To consider the election of the directors in replacement of the directors who retired by rotation.

The Chairman assigned the Secretary of the Meeting to elucidate the details of the election of the directors in replacement of the directors who retiring by rotation to the meeting.

The Secretary of the Meeting declared that according to the law and The Company's Articles 16 of Association determines that at the Annual General Meeting of Shareholders, not less than one-third of the number of the directors in the Board of Directors, shall retire by rotation. Since Mr. Somjainuk Engtrakul had expressed his intention to resign from the company's board of directors before completing his term on July 23, 2024, and the Board of Directors had not appointed any replacement director, a drawing method was used to select another director who had been in the position for the longest time to retire according to the term, in order to approximate the rate of one-third of all remaining directors. Therefore, the directors retiring by rotation in this year will have 3 persons as the following:

- | | |
|--------------------------------|--|
| (1) Mr. Vicha Poolvaraluk | Director, Chairman of Executive Director and Chief Executive Officer |
| (2) Mrs. Oranuch Apisaksirikul | Independent Director and Chairman of the Investment Committee |
| (3) Mr. Prasert Bunsumpun | Vice President, Independent Director and Investment Committee |

In accordance with good corporate governance principles, the Company provided shareholders with the opportunity to nominate qualified individuals for consideration as Company directors in advance. This was announced through the Stock Exchange of Thailand's news system and published on the Company's website from 15th November 2024 to 31st January 2025. However, no shareholders submitted any nominations to the Company.

In this regard, the Nomination and Remuneration Committee has considered 3 candidates qualified with knowledge, competence, experience, good working record, virtue, ethics, good attitude to The Company and ability to sufficiently devote their time to The Company's operation benefit in line with the directors' structure.

In addition, qualified candidates proposed for appointment as independent directors have been considered as qualified persons according to the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission being able to provide opinions on various matters independently. Therefore, the Nomination and Remuneration Committee resolved to propose to the Board of Directors to further propose to Meeting of Shareholders to appoint directors who retired by rotation to be the director for another term. Documents for consideration on this agenda have been sent to shareholders together with the Invitation as the Enclosure 4.

In order to comply with the principles of good corporate governance, the Company has to elect directors individually. The results of the election would be released for each individual nominee.

The chairman asked whether the meeting have any further question, when it appeared that there were no further questions from shareholder, The Chairman then proposed that the meeting consider voting on this agenda.

Resolution: The Meeting has considered and resolved by majority vote of the total entitled votes presenting in the amount of 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company approved the election of 3 Directors namely, Mr. Vicha Poolvaraluk, Mrs. Oranuch Apisaksirikul, Mr. Prasert Bunsumpun to be the Company's Directors as proposed as follows:



(1) Mr. Vicha Poolvaraluk with the votes as follows:

Approved	559,392,445	votes	or	99.4383	percent
Disapproved	3,159,400	votes	or	0.5616	percent
Abstained	0	votes	or	-	percent

(2) Mrs. Oranuch Apisaksirikul with the votes as follows:

Approved	528,974,545	votes	or	94.0312	percent
Disapproved	33,577,300	votes	or	5.9687	percent
Abstained	0	votes	or	-	percent

(3) Mr. Prasert Bunsumpun with the votes as follows:

Approved	511,726,244	votes	or	90.9651	percent
Disapproved	50,825,601	votes	or	9.0348	percent
Abstained	0	votes	or	-	percent

Agenda 6 To consider fixing remuneration and meeting allowance for the directors for the year 2025

The Chairman declared that in consideration of the fixing remuneration and meeting allowance for the directors for the year 2025, the Nomination and Remuneration Committee took into account the remuneration's appropriateness which is compatible with roles and responsibilities and compared with other operators in both the similar industry and size, including profit growth. The Nomination and Remuneration Committee, thus, resolved then proposed to the Board of Directors' meeting to propose to the Annual General Meeting of Shareholders for the year 2025 as detailed in enclosure No.5 for further consideration and approval of the remuneration of the Board of Directors for the year 2025 in the amount not exceeding Baht 12.1 Million, are the remuneration of the Board of Directors for not exceeding Baht 8.4 Million and the special remuneration for Baht 3.7 Million.

The Chairman assigned Ms. Thitapat Issarapornpat, Chief Finance Officer, to report the details to the Annual General Meeting of Shareholders.

Ms. Thitapat Issarapornpat elucidated that the Nomination and Remuneration Committee has considered and proposed to the Board of Directors to propose to the meeting of shareholders for further consideration and approval of remuneration for the directors, the Audit Committee, and other sub-committees for the year 2025 in the amount not exceeding Baht 12.1 Million, which are the remuneration of the Board of Directors for not exceeding Baht 8.4 Million and the special remuneration for not exceeding Baht 3.7 Million.

In this regard, the remuneration of directors, excluding sub-committees, remains the same as in 2024. The remuneration increased due to the appointment of more sub-committees, including the Investment Committee, Risk Management Committee, Corporate Governance and Sustainability Development Committee.

Remuneration for the directors Baht 8.4 Million is consisted of:

Remuneration for attending Directors' meetings

- (1) For the Board of Directors: To be paid annually to the Chairman in the amount of Baht 360,000 per year, and the directors in amount of Baht 595,000 per year.
- (2) For the Audit Committee: To be paid annually to the Chairman of the Audit Committee in the amount of Baht 125,000 per year, and to the other member in amount of Baht 75,000 per year.

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- (3) For the Remuneration and Compensation Committee: To be paid annually to each member of such Committee in the amount of Baht 30,000 per year.
- (4) For the Executive Committee: To be paid annually to the Chairman of the Executive Committee in the amount of Baht 125,000 per year, and to other member in amount of Baht 75,000 per year.
- (5) For the Investment Committee, Risk Management Committee, and Corporate Governance and Sustainability Development Committee, the remuneration will be paid to each director in the amount of 10,000 baht per meeting.

The details of the remuneration for the Directors, Independent Directors and other Sub-Committees of the Company for the year 2025, along with a comparison of the information from 2021 to 2024 as detailed in the Enclosure No.5.

The Chairman asked whether any shareholder wishes to make any question to the agenda. When it appeared that there were no further questions from shareholder, the chairman requested the meeting to consider and approve fixing remuneration and meeting allowance for the directors for the year 2025.

Resolution: the Meeting has considered and resolved to approve fixing remuneration and meeting allowance for the directors for the year 2025 in the amount not exceeding Baht 13.6 Million as Board of Directors proposed with a vote of not less than two-thirds of the total entitled votes presenting in the amount 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	522,408,204	votes	or	92.8640	percent
Disapproved	40,143,641	votes	or	7.1359	percent
Abstained	0	votes	or	0.0000	percent

Agenda 7 To consider appointing an auditor and fixing remuneration for the year 2025

The Chairman assigned the Secretary of the Meeting to elucidate the details of appointing an auditor and fixing remuneration for the year 2025 to meeting for consideration.

The Secretary of the Meeting elucidated that pursuant to of the Public Limited Companies Act B.E. 2535 (as amended), Section 120, and The Company's Articles of Association, Article 38 which determines that the General Meeting of Shareholders has authority to appoint auditors in every year. For 2025, The Audit Committee has considered and proposed to the Board of Directors in order to purpose to the General Meeting of Shareholders to appoint the auditors from PricewaterhouseCoopers ABAS Limited, namely:

1. Ms. Tithinun Vankeo a certified public accountant no. 9432
2. Ms. Nuntika Limviriyalers a certified public accountant no. 7358
3. Ms. Svasvadi Anumanrajdhon a certified public accountant no. 4400

As the Company's auditor for the year 2025 to audit and opinion on financial statements and consolidated financial statements. Anyone of the auditors has been authorized to audit and certify financial statements and consolidated financial statements. In the event that the auditors whose names appear above cannot carry out their duties, PricewaterhouseCoopers ABAS Ltd. has been authorized to appoint another auditor of PricewaterhouseCoopers ABAS Ltd. to perform the work.

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In this regard, in consideration of the appointment of the auditors, the Audit Committee considered from the performance and independence, audit fees, qualifications as stipulated by the Securities and Exchange Commission and the Stock Exchange of Thailand as the criteria.

Moreover, PricewaterhouseCoopers ABAS Limited and the three auditors mentioned above are completely independent from The Company and have no relation/interest with The Company, its subsidiaries, executives, major shareholders or connected persons of such auditors in a manner which may affect the independency of auditor, details of which are shown in enclosure No.6 to the Invitation to attend the meeting of shareholders which were already sent to the shareholders.

Therefore, the Meeting of Shareholders was requested to consider and determine the 2025 auditing fee in amount of not exceeding Baht 3,890,000 and acknowledge auditing fee of The Company's subsidiaries in amount of not exceeding Baht 3,645,000; the total audit fee of The Company and its subsidiaries for the year 2025 is not more than Baht 7,535,000 as the sum auditing fee for preparing and auditing the 2025 financial statements; the details of which are shown in the enclosure No.6.

The Chairman, then, asked whether any shareholder wishes to make any comment or question.

The shareholder, inquired as follows:

Mr. Pitak Silratana, a shareholder attending the meeting in person, had asked a question as follows: Does the Company have a policy to rotate its auditor to prevent monopoly?

Ms. Thitapat Isarapornpat, Deputy Chief Financial Officer, clarified as follows: The Company has implemented an annual bidding process for the selection of its external auditor. This process is conducted consistently each year to ensure transparency, promote fair competition, and secure audit services of high quality at a reasonable cost. The bidding mechanism enables the Company to review proposals from various audit firms and select the one that best aligns with the Company's auditing standards and requirements.

The Chairman asked whether any shareholder wishes to make any question to the agenda. When it appeared that there were no further questions from shareholder, the Chairman requested the meeting to approve appointing an auditor and fixing remuneration for the year 2025.

Resolution: the Meeting has considered and resolved by majority vote of the shareholders attending the meeting with the right to vote in the amount of 84 persons, totaling 562,551,845 shares or 74.22% of the total issued shares and right to vote of the Company and the voting comprised to approve the appointment of PricewaterhouseCooper ABAS Ltd to be audit firm for the Company and its subsidiaries for the year 2025 and to appoint the following auditors from PricewaterhouseCooper ABAS Ltd. as the Company's Auditors to audit and opine on financial statements and consolidated financial statements for the year 2025;

1. Ms. Tithinun Vankeo a certified public accountant no. 9432
2. Ms. Nuntika Limviriyalers a certified public accountant no. 7358
3. Ms. Svasvadi Anumanrajdhon a certified public accountant no. 4400

By determining the 2025 auditing fee in amount of not exceeding Baht 3,890,000 and acknowledgement of auditing fee of the Company's subsidiaries for the year 2025 in amount of not exceeding Baht 3,645,000; the total audit fee of the Company and its subsidiaries for the year 2025 is not more than Baht 7,535,000 and the voting comprised of;

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Approved	561,394,945	votes	Or	99.7943	percent
Disapproved	1,156,900	votes	Or	0.2056	percent
Abstained	0	votes	Or	-	percent

Agenda 8 Other business (if any)

At the end of Agenda 7, the Chairman asked whether any shareholder wishes to propose any matter to the meeting for further consideration.

-None-

The Chairman, then, asked whether any shareholder wishes to make any comment or question.

The shareholders, inquired as follows:

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

He proposed that the Company consider holding the Annual General Meeting (AGM) on-site.

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company values shareholders' rights and will give special consideration to this proposal. The Company is open to holding the AGM either in a hybrid format or fully physical, depending on the public health situation next year. If there are no restrictions or health and safety concerns, the Company is prepared to review and adjust the meeting format to best accommodate all shareholders.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

What is the Company's growth outlook for this year within its industry?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company expects stronger growth in 2025 compared to 2024, driven by two key factors:

1. The Thai film industry shows signs of increasing both the quantity and quality of film productions compared to 2024.

2. The momentum and support from Hollywood blockbusters are expected to be even stronger.

In 2024, the Company achieved ticket sales of 30 million. For 2025, the Company has set a target of 40 million tickets, reflecting an anticipated growth rate of approximately 25-30%.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

How many high-grossing films does the Company expect to be released this year?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

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In 2025, the film industry is expected to experience significant excitement with three major Hollywood blockbusters set to be released: Superman, Jurassic World, and Avatar. These franchises all have large fan bases and high revenue potential. There will be numerous quality mid-sized and small films released throughout the year.

On the Thai films, 2025 is expected to be a golden year for local films, featuring the return of successful sequels such as Tee Yod 3, Anong 2, and Undertaker 2, along with new noteworthy titles such as The Last Shot and E Riam Sing 2, which are anticipated to attract large audiences.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

How does the Company plan to cope with an economic downturn, and are there any plans for investment expansion?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The company believes that its growth does not depend directly on economic conditions but is primarily driven by the quality of its films. Nevertheless, effective and targeted marketing remains a top priority for the company.

Regarding investment expansion plans, the company focuses on strategic locations and the appropriate number of cinemas relative to the market size in each area. Currently, the construction cost of cinemas has significantly decreased compared to the past, making it a cost-effective investment with strong potential for long-term returns.

Mr. Anupot Panapornsirikul, a shareholder attending the meeting in person, had asked a question as follows:

Does The Company have any plans for additional share buybacks?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company's decision on share buybacks will depend on the annual financial performance. If profits are high, they will be allocated into three main areas: dividend payouts, working capital for operations, and share buybacks (Treasury Stock). The allocation will depend on the Company's policy, financial position, and future business plans.

Mr. Chayanawat Karawawatana, a shareholder attending the meeting in person, had asked a question as follows:

With the strong performance in 2024, what are the Company's development plans for its bowling, karaoke, and rental businesses? What is the target proportion of growth for these segments, and will there be any renovations or expansions at specific branches?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The bowling business is supported by several key factors:

1. A high-quality team, excellent customer service, and marketing strategies that effectively reach the target audience.
2. Comprehensive location coverage, with the company currently exploring new potential sites. However, rental costs and profitability potential must be balanced and aligned.



Effective management of these factors will enable the bowling business to grow sustainably and remain competitive in the market.

Mr. Chayanawat Karawawatana, a shareholder attending the meeting in person, had asked a question as follows:

Due to the relatively low revenue from international films, what strategies and recovery plans does the Company have for its cinema business in 2025?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

In recent years, the number of Hollywood films has significantly declined. This was primarily due to the impact of the COVID-19 pandemic, as well as the Hollywood writers' and actors' strikes, which greatly slowed film production. However, Hollywood has since undergone restructuring and has been actively addressing these issues. It is expected that the international film industry will soon recover and develop positively, with plans to produce higher-quality films that better meet market demands.

As for Thai films, there is a continued trend of growth, particularly through expanded marketing efforts in provincial areas. The company has achieved a satisfying profit share from Thai films and is focused on collaborating with high-quality partners to raise production standards. Additionally, the company is working to expand the international market for Thai films, with countries like China showing strong growth potential and increasing interest in Thai productions.

Mr. Chayanawat Karawawatana, a shareholder attending the meeting in person, had asked a question as follows:

With the significant increase in competition from online streaming platforms in 2025 and a decline in revenue from F&B business, what strategies does the Company have to attract consumers back to cinemas and encourage greater spending on concessions?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company has expanded its distribution channels to streaming platforms, generating satisfying revenue. At the same time, an increase in cinema attendance has led to a corresponding rise in food and beverage sales.

Furthermore, the Company is committed to the continuous improvement and development of its cinemas, including revamping cinema spaces and incorporating modern technology to enhance the moviegoing experience. These upgrades aim to impress audiences and encourage repeat visits, ultimately boosting overall spending and engagement.

Mr. Chayanawat Karawawatana, a shareholder attending the meeting in person, had asked a question as follows:

With the target of expanding to 1,200 cinema screens, what are the Company's new targets for Thailand and the CLMV countries, including the timeline and key success indicators for the implementation plan?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The Company aims to reach a total of 1,200 screens by 2032. To achieve this target, the Company has planned to expand continuously, targeting an increase of 30-40 screens per year.

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This steady expansion will enable the company to increase its coverage across various areas and accommodate more moviegoers, thereby strengthening its position as a market leader in the cinema industry.

Mr. Pitak Silratana, a shareholder attending the meeting in person, had asked a question as follows: Does the government's Entertainment Complex policy have any impact on the Company?

Mr. Vicha Poolvaraluk, Director, Chairman of the Executive Committee, and Chief Executive Officer, clarified as follows:

The company believes that the development of Entertainment Complexes will not have any negative impact on its business. In fact, in many other countries, cinemas are often a key component of Entertainment Complexes. If suitable opportunities or proposals arise—considering factors such as location, area potential, and investment value—the company is ready to expand by opening cinemas within Entertainment Complex projects, supporting long-term growth.

When it appeared that there were no further questions or comments from shareholders. The Secretary of the Meeting informed the shareholders of the procedure for preparing the minutes in accordance with good corporate governance practices. The Company would disclose the resolutions of the meeting through the Stock Exchange of Thailand's information dissemination system on the next business day following the meeting. In addition, the Company will prepare and complete the minutes of the meeting within 14 days from the meeting date and submit to the Stock Exchange of Thailand via its electronic disclosure system. It will also be disclosed on the Company's website, ensuring that shareholders are duly informed of the meeting outcomes and are able to verify the accuracy of the recorded proceedings.

The Chairman declared the meeting closed at 11.34 a.m.

-Kraithip Krairiksh -

(Mr. Kraithip Krairiksh)
The Chairman of the Meeting