



- Translation -

**Minute of Annual General Meeting of Shareholders for the year 2026
of
Major Cineplex Group Public Company Limited
Held on Tuesday 7th April, 2026
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. Mr. Pawatt | Ongvasith | Director, Executive Director, Nomination and Remuneration Committee, Risk Management Committee and Investment Committee |
| 8. Mr. Thanakorn | Puriwekin | Director and Executive Director |
| 9. Mrs. Paradee | Poolvaraluk | Director and Executive Director |

The director who was not present in the Meeting are as follows:

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|-----------------|---------------|--|
| 1. Mrs. Oranuch | Apisaksirikul | Independent Director and Chairman of Investment Committee
Due to an business trip |
|-----------------|---------------|--|

Remark: Directors attending the meeting represented 90% of the total number of directors.

The executive officer:

- | | | |
|-----------------|---------------|---|
| 1. Ms. Thitapat | Issarapornpat | Chief Finance Officer and Company Secretary |
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MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED

Registration No. 0107545000047

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



The legal consultants in attendance:

1. Ms. Pornpilai Kosonprapa Legal Consultant
Siam Premier International Law Office Limited
and The Secretary of the Meeting

The auditor in attendance:

1. Ms. Tithinun Vankeo PricewaterhouseCoopers ABAS Co., Ltd.

The Meeting commenced at 10.00 a.m.

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.

The Company has broadcasted the audio and video of the meeting via an electronic meeting system from the Company's headquarters. The Company has appointed Inventech Systems (Thailand) Co., Ltd., a specialized and experienced electronic meeting service provider, to prepare and facilitate the electronic meeting system for this meeting, including the verification of shareholders' registration and the vote counting process.

Shareholders have completed identity verification and registration to attend the meeting in accordance with the procedures outlined in Enclosure 1, which was delivered together with the Notice of the Meeting.

In addition, the electronic meeting system used for this meeting has been certified by relevant authorities, comprising:

- The meeting control system (Zoom Meeting), which has been certified; and
- The voting system, Inventech Connect, which has completed a self-assessment of compliance with the requirements of the Electronic Transactions Development Agency (ETDA).

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.

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 14th November 2025 to 31st January 2026 through the websites www.majorcineplex.com and www.set.or.th including to submit questions about the meeting agendas in advance via email since 9th March 2026. 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.

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As of the date of determining the names of shareholders entitled to attend the meeting or the Record Date on 9th March 2026, there were 9,379 shareholders with the total of 757,918,302 shares. In this regard, there were 39,429,000 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 718,489,302 issued shares with voting rights at this meeting. In this meeting, there were 26 shareholders attended the meeting in person, holding 360,082,430 shares, and 37 proxies, holding 159,212,111 shares, Including 63 shareholders attending the meeting both in person and by proxy and including the number of shares attending the meeting and casting a vote of 519,294,541 shares or, 72.2758% of the total number of issued shares with right to vote 718,489,302 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 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 Chairman declared the Meeting open.

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 2026. 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,

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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 inquires raised, then the Chairman proceeded the meeting according to the following agendas.

Agenda 1: To consider adopting the Minutes of the 2025 Annual General Meeting of Shareholders held on 8th April 2025

The Chairman announced that the Company held the Annual General Meeting of Shareholders for year 2025 held on 8th April 2025 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

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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 2025, 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 2025.

Resolution: the Meeting has considered and adopt the Minutes of the Annual General Meeting of Shareholders for year 2025, by unanimous vote of the shareholders attending the meeting with the right to vote in the amount of 68 persons, totaling 519,405,923 shares or 72.2913% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	519,405,923	votes	or	100.0000	percent
Disapproved	0	votes	or	0.0000	percent
Abstained	0	votes	or	-	percent

Agenda 2: To acknowledge the Company's Operating Performance of the year 2025

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 2025 to meeting for.

Mr. Vicha Poolvaraluk, reported the result of business operation of The Company in 2025 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 strong emphasis on enhancing its corporate governance framework alongside implementing concrete and continuous anti-corruption efforts. The Company has adopted a proactive approach to strengthen transparency and build confidence among all stakeholders. In this regard, the key initiatives undertaken in 2025 are as follows:

1. The Company reviewed its corporate governance policy to ensure alignment with applicable laws, good corporate governance principles, and both local and international best practices. The updated policy has been communicated to the Board of Directors, executives, and employees at all levels, with strict adherence required.
2. The Company reviewed and improved its whistleblowing and complaint-handling procedures to ensure clarity, systematic processes, and effective follow-up. This enhances transparency, fairness, and auditability, thereby strengthening stakeholder confidence.
3. The Company enhanced its processes for monitoring and ensuring transparency in transactions with third parties, aiming to mitigate risks associated with corruption or non-compliance with applicable laws.

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4. The Company applied for the first renewal of its membership certification with the Thai Private Sector Collective Action against Corruption (CAC), and the renewal was approved on 30 June 2025. This reflects the Company's continued commitment to conducting business with integrity, under strong corporate governance principles and anti-corruption practices, to build trust and ensure long-term sustainability for all stakeholders.

After the conclusion of the report on the Company's anti-corruption performance, the Chairman invited the Meeting to raise any comments or inquiries. A shareholder then raised the following questions:

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

To what extent is the Thai economy expected to be impacted by the conflict in the Middle East, and what short-term mitigation measures has the Company prepared, as well as its long-term plans?

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

Although the conflict in the Middle East may lead to higher energy costs and rising prices of goods, which could affect overall consumer purchasing power, the Company operates in the 'Entertainment Product' segment, offering affordable leisure experiences. As such, the business remains relatively resilient and is expected to be only limitedly impacted by economic conditions.

Based on past experience, including the 1997 Asian financial crisis and the major flooding events in Thailand, the Company has continued to demonstrate consistent growth. Even during the COVID-19 crisis—arguably more severe than the current situation, as cinemas were closed for over a year—the Company was able to recover strongly, reflecting the robustness of its business model. In addition, the Company's core customer base, particularly Gen Z, continues to exhibit strong demand for entertainment, as evidenced by the rapid sell-out of concert tickets and entertainment events.

From a structural perspective, the Company benefits from a resilient business model. Its primary revenue streams—box office ticket sales and concessions such as popcorn—have flexible cost structures. For instance, film hire costs are largely based on a revenue-sharing model, accounting for approximately 48% of actual revenue. In addition, more than 70% of the Company's branches operate under revenue-sharing agreements with landlords rather than fixed rental contracts, enabling effective cost management during periods of revenue volatility.

Furthermore, the Company continues to adopt technology to enhance efficiency and reduce fixed costs. These include E-ticketing, Mobile Ticketing, Automation Gate, Self-Ordering Kiosks (SOK), and the transition to laser projection systems, which help reduce energy consumption and lower long-term operating expenses.

For the content, the Company, through M STUDIO, plans to significantly increase the number of Thai film releases this year to 20 titles, up from approximately 10 in the previous year. Early-year releases such as "The Undertaker 2" and "Pee Nak 5" have received strong responses, and Hollywood content is also expected to gradually recover.



In terms of cost management, the Company has implemented stringent expense control measures, including the establishment of a People Committee to promote efficient resource utilization. It has also adjusted working arrangements, such as adopting work-from-home policies and optimizing branch visit schedules to reduce unnecessary expenses. Management continues to emphasize prudent and proactive management to ensure the organization—and its employees' livelihoods—can navigate through uncertain conditions.

In summary, the Company remains confident in the strength of its highly flexible business model and efficient cost structure, which will support its ability to sustain profitability and navigate the current economic uncertainties with resilience.

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 2025, ended 31st December 2025.

The Chairman assigned Ms. Thitapat Issarapornpat, Chief Finance Officer, to report the Financial Statements of the Company in the fiscal year 2025 ended on 31st December 2025 to the meeting for consideration.

Ms. Thitapat Issarapornpat, reported that the Financial Statements of the Company in the fiscal year 2025 ended on 31st December 2025 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	2025
Assets	12,738,531,702
Liabilities	7,812,838,994
Shareholder's Equity	4,925,692,708

(Unit : Baht)

Operating Results	2025
Revenues	7,631,339,148
Net Profit	631,234,731
Earnings per share	0.84

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 2025, ended 31st December 2025.

Resolution: the Meeting has considered and resolved to approve the financial statements for the fiscal year 2025, ended 31st December 2025 by majority vote of the shareholders attending the meeting with the right to vote in the amount of 68 persons, totaling 519,405,923 shares or 72.2913% of the total issued shares and right to vote of the Company and the voting comprised of;

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Approved	519,290,123	votes	or	100.0000	percent
Disapproved	0	votes	or	0.0000	percent
Abstained	115,800	votes	or	-	percent

Agenda 4: To consider the allocation of profits for the payment of dividends from the 2025 operating results

The Chairman assigned Ms. Thitapat Issarapornpat, Chief Finance Officer, to declare the dividend distribution for the year 2025 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 2025, the Company had a net profit after income tax of Baht 631.23 million, equivalent to Baht 0.84 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 2025 between (January 2025 – December 2025) at the rate of 0.25 baht per share, representing 29.76 percentage of profit earning per share

The reasons for paying dividends at a rate lower than the established policy, which is less than 40 percentage 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 2025 and determine the list of shareholders who are entitled to receive dividends on 20th April, 2026 (Record Date) and the dividend payment is scheduled to be paid to shareholders on 6th May, 2026.

The Chairman asked whether the meeting have any further question. A shareholder then raised the following question:

Ms. Warunee Rodsan, a volunteer shareholder rights protector and proxy from the Thai Investors Association, had asked a question as follows:

The Company proposed a dividend payout of only 29.76% (THB 0.25 per share), which is below the stated dividend policy of 40%, citing the need to preserve liquidity for investment. However, during the same period, the Company implemented a share repurchase program with a budget of up to THB 600 million. The shareholder therefore inquired why, in the Board's view, allocating funds to share repurchases was considered more important than adhering to the dividend policy and returning cash to shareholders.



Mr. Vicha Poolvaraluck, Director, Chairman of the Executive Committee, and Chief Executive Officer, provided the following clarification:

Historically, the Company has been perceived as a “dividend stock” due to its strong cash flow generation. Since its listing on the Stock Exchange of Thailand, the Company has consistently paid dividends of no less than 80% of net profit, with an average payout ratio of approximately 85–95%.

However, following the COVID-19 pandemic, the Company’s share price, as well as those of peers in the industry, has not reflected its fundamental value and has been considered undervalued. Even during the period when the business was significantly impacted and cinemas were closed for an extended time, the share price remained in the range of THB 12–15, but subsequently declined further.

In the past, the Company’s profit allocation approach comprised two main components: (1) dividend payments to shareholders and (2) reinvestment for business expansion. In light of recent conditions, the Company has revised this approach to include three components: (1) retaining earnings for investment and business expansion, (2) dividend payments based on performance appropriateness, and (3) share repurchases in cases where the share price is below its intrinsic value.

The Board considers share repurchase as an important tool for enhancing shareholder value in multiple aspects. Reducing the number of shares in the market will automatically increase earnings per share (EPS) and have a positive impact on future dividend per share (DPS). When the Company resumes dividend payments at its previous level, shareholders will benefit from higher returns per share due to the reduced share base.

The Chief Executive Officer emphasized that his responsibility is to ensure that shareholders receive dividends and that the share price does not fall below their purchase cost. An increase in dividend yield resulting from share repurchases is expected to support a recovery of the share price to reflect its true value.

In addition, the share repurchase program was not solely a Board decision, but was also discussed with and supported by major shareholders, most of whom are foreign institutional investors.

Overall, the Company aims to deliver appropriate returns to shareholders through both dividend payments and long-term capital appreciation, supported by efficient and flexible capital management in line with market conditions.

As there were no further questions, The Chairman requested the meeting to consider and approve dividend payment for the year 2025.

Resolution: the Meeting has considered and approve dividend payment for the year 2025 by majority vote of the shareholders attending the meeting with the right to vote in the amount of 68 persons, totaling 519,408,923 shares or 72.2913% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	519,405,923	votes	or	100.00	percent
Disapproved	0	votes	or	0.0000	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.

Therefore, the directors retiring by rotation in this year will have 3 persons as the following:

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|-------------------------------|--|
| (1) Mr. Kraithip Krairiksh | Chairman of the Board of Directors/
Independent Director/Chairman of the Nomination
and Remuneration Committee/Member of Audit
Committee/Member of the Corporate Governance
and Sustainability Development Committee |
| (2) Mr. Thanakorn Puliwekin | Director and Executive Director |
| (3) Mr. Chai Jroongtanapibarn | Independent Director/Chairman of Audit
Committee/Member of the Nomination and
Remuneration 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 14th November 2025 to 31st January 2026. 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 68 persons, totaling 519,405,923 shares or 72.2913% of the total issued shares and right to vote of the Company approved the election of 3 Directors namely, Mr. Kraithip Krairiksh, Mr. Thanakorn Puliwekin, Mr. Chai Jroongtanapibarn to be the Company's Directors as proposed as follows:

(1) Mr. Kraithip Krairiksh with the votes as follows:

Approved	474,394,123	votes	or	91.3341	percent
Disapproved	45,010,800	votes	or	8.6658	percent
Abstained	1,000	votes	or	-	percent

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(2) Mr. Thanakorn Puliwekin with the votes as follows:

Approved	514,966,923	votes	or	99.1472	percent
Disapproved	4,429,000	votes	or	0.8527	percent
Abstained	10,000	votes	or	-	percent

(3) Mr. Chai Jroongtanapibarn with the votes as follows:

Approved	482,301,423	votes	or	92.8581	percent
Disapproved	37,094,500	votes	or	7.1418	percent
Abstained	10,000	votes	or	-	percent

Agenda 6 To consider fixing remuneration and meeting allowance for the directors for the year 2026

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

Ms. Thitapat Issarapornpat informed the shareholders' meeting that, in determining the directors' remuneration and meeting allowances for 2026, the Nomination and Remuneration Committee had undertaken a thorough and careful review to ensure that such remuneration is appropriate and commensurate with the duties and responsibilities of the directors. The Committee also benchmarked against remuneration levels of directors in companies within the same industry, as well as considered the Company's business performance growth.

The Nomination and Remuneration Committee has reviewed and proposed the remuneration for the Board of Directors, the Audit Committee, and other subcommittees for the year 2026, and has further proposed to the Board of Directors to seek approval from the 2026 Annual General Meeting of Shareholders for a total remuneration amount not exceeding Baht 11.6 million. This comprises annual remuneration of not exceeding Baht 8.4 million and a special bonus of not exceeding Baht 3.2 million.

In this regard, the remuneration for directors (excluding subcommittees) remains unchanged from that of 2025. The increase in total remuneration is attributable to the appointment of additional subcommittees, namely the Investment Committee, the Risk Management Committee, and the Corporate Governance and Sustainability Development Committee.

The annual remuneration for directors in the amount of Baht 8.4 million comprises:

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.
- (3) For the Remuneration and Remuneration 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.

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The details of the remuneration for the Directors, Independent Directors and other Sub-Committees of the Company for the year 2026, along with a comparison of the information from 2022 to 2025 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 2026.

Resolution: the Meeting has considered and resolved to approve fixing remuneration and meeting allowance for the directors for the year 2026 in the amount not exceeding Baht 11.6 Million as Board of Directors proposed with a vote of not less than two-thirds of the total entitled votes. During the consideration of this agenda item, 1 (one) additional shareholder attended the Meeting, representing 8,000 shares. The total number of shareholders present and entitled to vote was 69, representing a total of 519,413,923 shares or 72.2925% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	511,486,623	votes	or	98.4737	percent
Disapproved	7,916,300	votes	or	1.5240	percent
Abstained	11,000	votes	or	0.0021	percent

Agenda 7 To consider appointing an auditor and fixing remuneration for the year 2026

The Chairman assigned the Secretary of the Meeting to elucidate the details of appointing an auditor and fixing remuneration for the year 2026 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 2026, 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. Mr. Paiboon Tankul a certified public accountant no. 4298

As the Company's auditor for the year 2026 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.

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.

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



Therefore, the Meeting of Shareholders was requested to consider and determine the 2026 auditing fee in amount of not exceeding Baht 4,000,000 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 2026 is not more than Baht 7,645,000 as the sum auditing fee for preparing and auditing the 2026 financial statements; the details of which are shown in the enclosure No.6.

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 2026.

Resolution: the Meeting has considered and resolved to approve the appointment of PricewaterhouseCooper ABAS Ltd to be audit firm for the Company and its subsidiaries for the year 2026. Any one of the following auditors from PricewaterhouseCoopers ABAS Ltd. shall be authorized to audit and express an opinion on the Company's financial statements and consolidated financial statements for the year 2026.

1. Ms. Tithinun Vankeo a certified public accountant no. 9432
2. Ms. Nuntika Limviriyalers a certified public accountant no. 7358
3. Mr. Paiboon Tankul a certified public accountant no. 4298

By determining the 2026 auditing fee in amount of not exceeding Baht 4,000,000 and acknowledgement of auditing fee of the Company's subsidiaries for the year 2026 in amount of not exceeding Baht 3,645,000. The total audit fees for the Company and its subsidiaries for the year 2026 shall therefore not exceed Baht 7,645,000. Baht 7,645,000. The resolution was passed by a majority vote of the shareholders present and casting their votes, totaling 69 shareholders, representing 519,413,923 shares, or 72.2925% of the Company's total issued and outstanding shares with voting rights, the voting comprised of;

Approved	519,403,923	votes	Or	100.0000	percent
Disapproved	0	votes	Or	0.0000	percent
Abstained	10,000	votes	Or	-	percent

Agenda 8 To consider approving issuance and offering of Company's Debentures

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

Ms. Thitapat Issarapornpat informed the shareholders' meeting that the Company intends to issue and offer debentures in an amount not exceeding Baht 1,000 million, or its equivalent in other currencies, with a tenor of not exceeding 5 (five) years. The interest rate will be determined based on prevailing market conditions at the time of each issuance. The purpose of the issuance is to reduce financing costs and to support business expansion.

The Board of Directors has therefore deemed it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval of the issuance and offering of such debentures within the aforementioned limit of Baht 1,000 million, in order to reduce financing costs and support business expansion. The details are as set out in the Notice of the Annual General Meeting of Shareholders, which has been duly delivered to all shareholders.

The Chairman asked whether the meeting have any further question. A shareholder then raised the following question:

Ms. Warunee Rodsan, a volunteer shareholder rights protector and proxy from the Thai Investors Association, had asked a question as follows:

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What specific projects will the proceeds from the new debenture issuance be used for, and how has the expected rate of return been assessed?

Ms. Thitapat Issarapornpat, Chief Finance Officer, Accounting and Finance, and Company Secretary, provided the following clarification:

The proposed debenture issuance is intended to seek approval for a funding framework to support potential future capital raising. At present, the Company does not have any specific projects identified for the use of such proceeds.

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 issuance and offering of Company's Debentures.

Resolution: the Meeting has considered and resolved to approve consider approving issuance and offering of Company's Debentures with a vote of not less than three-fourths of the total entitled votes presenting in the amount 69 persons, totaling 519,413,923 shares or 72.2925% of the total issued shares and right to vote of the Company and the voting comprised of;

Approved	519,403,923	votes	or	99.9980	percent
Disapproved	10,000	votes	or	0.0019	percent
Abstained	0	votes	or	0.0000	percent

Agenda 9 Other business (if any)

Upon completion of all agenda items, the Chairman asked the Meeting whether any shareholder wished to propose any additional matters for consideration. As no such proposals were made, the Chairman further invited the Meeting to express any comments or raise additional questions. A shareholder then raised the following inquiry:

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

It has been reported that the Company has ceased cinema operations in Cambodia. The shareholder therefore inquired whether this would have any impact on the Company's revenue, and whether it would affect the Company's business expansion plans.

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

In the past year, tensions between Thailand and Cambodia led to border closures and campaigns encouraging the boycott of Thai products and services. As a result, a wide range of goods and services—from consumer products, fuel, and coffee to supermarket items—were significantly affected, as local consumers refrained from using such products and services. Consequently, many companies gradually withdrew from the market.

For Major Cineplex Group's operations in Cambodia, revenues declined sharply. While the overall cinema industry in Cambodia continued to show strong growth, the Company was directly impacted by the boycott. For example, revenue levels decreased from 100 to approximately 15. However, revenue contribution from Cambodia accounted for only about 5% of the Group's total revenue and was therefore not material to the Company's overall performance.



After assessing that the situation was likely to persist, the Company decided to adjust its business strategy. Rather than ceasing operations entirely, the Company divested its investment to a local partner at an appropriate valuation, allowing the partner to continue the business under a new brand. This decision was supported by the local partner's confidence in the long-term growth potential of the cinema industry in Cambodia, particularly in the absence of negative sentiment associated with foreign brands.

The Chairman informed the Meeting that all agenda items had been thoroughly considered and inquired if any shareholders had further questions or additional matters to propose. As there were no further inquiries or proposals, and all previous questions had been fully addressed, 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.

Finally, the Chairman expressed his gratitude to all shareholders and guests for their presence at this E-AGM and officially declared the Meeting closed at 11:31 a.m.

-Signed -

(Mr. Kraithip Krairiksh)
The Chairman of the Meeting