



O.C.C. Public Company Limited

Documents for 32nd Annual General Meeting for the Year 2026

on Monday, April 27, 2026 at 10:00 a.m.

**at The Mahanatee Room, KingBridge Tower.
No. 989 Rama 3 Road, Bangpongpan, Yannawa,
Bangkok**

**Please bring the Notification of Meeting with barcode on
the meeting day for your convenience**

The collected personal data will be treated in a manner consistent with the Personal Data Protection Policy stated in the Company's website:

<https://www.occ.co.th/new/wp-content/uploads/2023/05/Personal-Data-Protection-Privacy.pdf>

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No. CG 7/2569

April 1, 2026

Dear Shareholders of O.C.C. Public Company Limited

Invitation to 32nd Annual General Meeting

Enclosure:

1. 56-1 One Report 2025 included the Board of Directors' Annual Report and Financial Statements as ended 31 December 2025 with QR Code and the Notification of Meeting
2. Definition of "Independent Director"
3. Proxy Form B
4. Information of Independent Directors proposed to be shareholders' proxies
5. Details of documents and evidence required to present before attendance
6. Curriculum Vitae of Nominated Directors
7. Supplement for the consideration of increasing the number of directors from 9 to 10
8. Curriculum Vitae of the candidate nominated for election as the 10th director
9. Supplement for Considering Directors' remuneration
10. Supplement for Considering Appointment of Auditor and Audit Fees
11. Articles of Association related to shareholders meeting
12. Procedure of the meeting attendance
13. QR Code Downloading Procedures for Document related to 2026 Annual General Meeting of Shareholders
14. Requisition Form for printed Annual Report
15. Map of AGM venue: KingBridge Tower

The Company's Board of Directors has called for 32nd AGM to be held Monday, April 27, 2026 at 10.00 a.m. at Mahanatee Room, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120 in order to consider the following agendas:

Agenda 1 Acknowledgement of Company's operational performance during the past year

Facts and reason: The Company's summary performance in 2025 was published in printed 56-1 One Report 2025 and recorded in QR Code format as appearing in the Notice of Meeting which you have already received from Thailand Securities Depository Co., Ltd. (TSD), as well as posted on Company website www.occ.co.th The 56-1 One Report 2025 is carried out with correctness, completeness and corresponding with SEC & SET regulations. Therefore, it should be proposed to AGM for acknowledgement. Details as described in Enclosure No. 1.

Board's Comments: It should be recommended to this AGM for acknowledgement of the Company's performance in 2025.

Vote resolution: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 2 Considering approval of Company's financial statements as of December 31, 2025

Facts and reason: The Company's financial statement as of December 31, 2025 was prepared in accordance with the Accounting Standards and Generally Accepted Practice. The mentioned financial statement was audited and certified by public certified accountants as well as agreed by the Audit Committee and the Company's Board of Directors that the Company's financial status and performance in 2025 as the financial statement summary below:

	Financial Statements
- Total Assets (Thousand Baht)	1,222,577
- Total Liabilities (Thousand Baht)	198,505
- Total Revenue (Thousand Baht)	888,595
- Net Profit (Loss) (Thousand Baht)	6,409
- Profit (Loss) per share (Baht)	0.1068

Details of the financial statements of 56-1 One Report 2025 are described in Enclosure No. 1.

Board's Comments: It should be recommended to the AGM for considering approval of the Company's financial statement as of December 31, 2025.

Voting resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 3 To acknowledge the interim dividends payment

Facts and reason: The Company has a policy to pay dividends regularly not less than Baht 0.20 per share or equivalent to 20% of par value by considering on the Company's operating results and economic conditions as priority. For the Financial Performance Fiscal Year 2025, the Company profit for the year amounted to 6.4 million Baht.

Board's Comments: The shareholders' meeting deemed appropriate to approve the dividend payment in accordance with the Company's policy at a rate of Baht 0.05 (Five Satang) per share for all of the Company's shareholders with 60,000,000 shares, totaling Baht 3 million, paying from accumulated earnings taxed by the Company at a rate of 25%. Individual shareholders can be entitled to a tax credit for the received dividend in accordance with Section 47 bis of the Revenue Code. Although the dividend payment is not in accordance with the dividend payment policy set by the Company, the Company has been able to pay dividends to shareholders every year.

Determine the names of shareholders (Record Date) who are entitled to receive dividend on May 8, 2026 and dividend payment shall be paid on May 27, 2026. The comparison of dividend payment during the past 3 years is as follows;

Year	2025 (propose)	2024	2023	2022
Net Profit (Loss) (Thousand Baht)	6,409	8,196	(6,270)	(24,765)
Price of Par Value (Baht)	1.00	1.00	1.00	1.00
Dividend per Share (Baht)	0.05	0.08	0.07	0.05
Total Dividend Amount (Baht)	3,000,000	4,800,000.00	4,200,000.00	3,000,000.00
Dividend Payout Ratio (%)	0.72	2.04	N/A	N/A

Voting Resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 4 To consider the election of the directors to replace those retiring by rotation.

Facts and reason: According to the Company's regulation Article No.21, one-third (1/3) of the total Directors must retire every AGM. If it cannot be divided into three parts exactly, the nearest to one-third is applicable. Those Directors can be re-elected. In this AGM, there are 3 Directors who will retire namely as follows:

1. Mrs. Kanchana Saisiriporn
2. Mrs. Siriporn Ambhanwong
3. Nutavoot Pongsiri, Ph.D.

According to the nomination of directors to replace those who have completed the term, the nomination committee has jointly considered the regulations and guidelines to nominate directors to replace those who have completed the term which comply with the charters and related conditions. The selection of directors shall be considered from suitability to be beneficial to the Company's operations, inclusive of qualification, knowledge, competency and various experience of nominated directors complying with the Company's business strategy by implementing Board Skill Matrix, leadership, vision, morality and ethics as well as transparent resume.

Accordingly, the Nomination Committee considered the list of directors on an individual basis. In this regard, Mrs. Kanchana Saisiriporn, a director whose term expired by rotation at this time, expressed her intention not to stand for re-election as a director. As a result, her status as a director of the Company will terminate with effect from after the conclusion of the 32nd Annual General Meeting of Shareholders on 27 April 2026. Thereafter, the meeting proposed the appointment of Mr. Thanakrit Chatraporn as a director of the Company to replace Mrs. Kanjana

Saisiriporn for the remainder of her term. In addition, as Mr. Thanakrit Chatraporn possesses the qualifications of an independent director and has the ability to read and understand financial statements, it was further proposed that he be appointed as an additional member of the Audit Committee.

The Board of Directors' Meeting No. 3/2026, held on March 4, 2026, excluding directors with a conflict of interest, has deliberated and resolved to concur with the recommendations of the Nomination Committee. The Committee has nominated candidates for election as directors to replace those retiring by rotation, totaling three (3) individuals. These include two (2) retiring directors proposed for re-election, namely Mrs. Siriporn Ambhanwong and Dr. Nutavoot Pongsiri, and one (1) new candidate nominated for directorship, namely Mr. Thanakrit Chatraporn.

The Board of Directors has considered and resolved to propose the nomination of Mr. Thanakrit Chatraporn as an Independent Director, as he possesses all the qualifications required by relevant laws and regulations pertaining to independent directors. All three nominees have undergone the company's specified selection process and meet all regulatory requirements. They are deemed highly suitable for the company's business operations based on their qualifications, extensive experience, and expertise across various professional fields, as well as their leadership, broad vision, ability to provide independent opinions, proven business track record, and compliance with all relevant criteria.

Incidentally, the Board of Directors would like to inform that the Company has granted shareholders the right to propose the meeting agendas and nominate candidates to be elected as the Company's directors at the AGM during 28 November - 31 December 2025. The right has been notified on the website of the Stock Exchange of Thailand: www.set.or.th and disseminated invitations to shareholders on the Company's website: www.occ.co.th by defining the qualifications of shareholders, regulations and procedures for consideration of the Board of Directors. No shareholder has expressed intent to exercise such rights, therefore, no additional agendas proposed by shareholders have been contained this year.

Board's Comments: The Board of Directors, which excludes stakeholder directors, has considered the discussions extensively and has approved the guidelines for consideration in accordance with the resolutions of the Nomination Committee by carefully considering the qualifications individually, educational suitability, appropriated qualifications as experiences in many profession fields, leadership, vision, independent thinking , successful record in business and possess qualifications in accordance with relevant regulations suitable for the Company's business operations. Therefore, the Board of Directors deemed it appropriate to nominate all 3 names to be elected as a director at the 32nd Annual General Meeting of Shareholders. Information of directors proposed for election at this meeting, please refer to Enclosure No. 6.

Voting resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 5 Considering approval the increase in the number of directors from 9 (nine) to 10 (ten) members.

Facts and reason: As the Company continues to expand and pursues a business plan focused on future growth, the duties and responsibilities of the Board of Directors have become increasingly significant and complex. The Board has reviewed its structure to ensure it remains appropriate for the current business scale and operational direction. Consequently, it is deemed appropriate to propose an increase in the number of directors from 9 to 10 members. This expansion aims to strengthen corporate governance and efficiently support strategic business expansion by recruiting individuals with the specialized knowledge, expertise, and experience essential for the Company's future needs.

Board's Comments: The Board recommends that the Annual General Meeting of Shareholders approve the increase in the number of directors from 9 to 10 members. This adjustment is suitable

for the current and future business scale, operational direction, and expansion plans. Furthermore, it will enhance the diversity of skills, knowledge, and expertise within the Board, thereby benefiting corporate governance and the effective formulation of company strategies.

Voting resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 6 Considering approval the election of 1 (one) additional director.

Facts and reason: To achieve the objective of increasing the number of directors as proposed in Agenda 5, the Board of Directors, through the screening process of the Nomination Committee, has identified a candidate with outstanding qualifications and exceptional suitability: Mrs. Pathra Thongchaom. Currently serving as the Chief Financial Officer (CFO), Executive Director, Risk Management Committee member, and Corporate Governance and Sustainability Committee member, she possesses profound expertise in the Company's finance and accounting. The Company recognizes that her skills and capabilities are vital to the Board in fulfilling and diversifying its structure.

Board's Comments: The Board recommends that the Annual General Meeting of Shareholders approve the election of Mrs. Pathra Thongchaom as an additional director. Having considered her qualifications, knowledge, capabilities, and experience as proposed by the Nomination Committee, the Board views her as fully qualified in accordance with relevant laws and the Company's Articles of Association, with no prohibited characteristics under any applicable regulations. Her profile is provided in Attachment No. 8.

Voting resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 7 Considering setting Director Remuneration

Facts and reason: According to the Company's regulation Article 32, it is not allowed to give any money or property to Director except remuneration applicable to their usual rights and benefits under the position of Company Directors, excluding wages or fringe benefits received as Company's employees. In year 2025, the AGM approved a total yearly limit of the Board of Directors' remuneration not exceed 6 million Baht of which 4,141,000 Baht was actually paid. It has been summarized individually in the 56-1 One-Report under Directors' Remuneration section.

As proposed by the Remuneration Committee, the Board of Directors had agreed respectively in considering the adequate remuneration to the Board of Directors for 2026, by comparing companies having similar business and scale corresponding to knowledge, capability and Company's performance. It is agreed to keep the director remuneration of 2026 at the same limit of the previous year for not exceeding 6 million Baht.

Board's Comments: The Company's Board of Directors recommended to propose to the AGM for consideration to approve the same amount of director's remuneration, not exceed 6 million Baht. Details of remuneration described in Enclosure No. 9.

Voting resolution: Based on *not less than 2/3* of total number of the shareholders present at the meeting.

Agenda 8 Considering appointment of Auditor and setting its audit fees

Facts and reason: The audit committee has selected DIA International Audit Co., Ltd. to be Company's External Auditor as it having the standard and professional in auditing, the constant good practice with the reasonable audit fees.

The Board of Directors approved the proposal of the Audit Committee to select DIA International Audit Co., Ltd to be the Company's auditor and deemed appropriate to propose the appointment of Mr. Apipong Leongnarktongdee Registration No.12199 or Mrs. Suvimol

Chrityakierne Registration No.2982 or Miss Suphaphorn Mangjit Registration No.8125 or Mr. Nopparoek Pitsanuwoong Registration No.7764 or Mr. Joompoth Prairattanakorn Registration No.7645 from DIA International Audit Company Limited to be the Company's auditor for the year 2026 with the auditing fees of Baht 1,260,000 million with no other fee.

The company has no subsidiaries.

Board's Comments: The Board of Directors approved the proposal of the Audit Committee to select DIA International Audit Co., Ltd to be the Company's auditor and deemed appropriate to propose the appointment of Mr. Apipong Leongnarkongdee Registration No.12199 or Mrs. Suvimol Chrityakierne Registration No.2982 or Miss Suphaphorn Mangjit Registration No.8125 or Mr. Nopparoek Pitsanuwoong Registration No.7764 or Mr. Joompoth Prairattanakorn Registration No.7645 from DIA International Audit Company Limited to be the Company's auditor for the year 2026 with the auditing fees of Baht 1,260,000 million with no other fee. Details are disclosed in Enclosure No.8.

Voting resolution: Based on *majority votes* of the shareholders present at the meeting and having voting rights.

Agenda 9 Considering other matters (if any)

The Board of Directors would like to invite shareholders to attend the AGM on date, at time and the venue as described above. In case you cannot attend it by yourself and have intention to assign another person to do it for you. Please use the attached Proxy Form or download Proxy Form A, or B, or C (Form C is specifically for foreign investors appointing local custodians to keep and safeguard their shares) from Company website www.occ.co.th, or in printing format as prescribed by the Ministry of Commerce with only one type as specified. Printing proxy is required to send by registered mail at least 3 days in advance before the meeting, for convenience and quickness to check the documents. (Proxy Form are Enclosure 3)

For shareholders who have intentions to grant the Audit Committee Directors to be their proxies, we would like to inform you their names as Prof. Kamphol Panyagometh, Ph. D., Nutavoot Pongsiri, Ph.D. and Mrs. Ampika Chanviriyawut. The company would like to inform that all directors are ready to be your proxies for this general meeting of shareholders. (Details as described in Enclosure No. 4)

If you wish to get more information or clarify any issue of the proposed agenda, please contact Mrs. Natchanok Ueasiriphan, Company Secretary, Tel:02-295-4545 ext.429 or E-mail: comsec@occ.co.th or Fax: 02-295-0411. Please kindly inform your details as name, address, telephone number, and E-mail (if any) for further contact information. The Company Secretary will compile the questions submit to the Managing Director and Chief Executive Officer for consideration the answers of the questions at the AGM.

All shareholders can register for meeting attendance at the mentioned venue from 8.00 a.m. onwards. Please kindly be informed accordingly with many thanks.

Sincerely yours,



Mrs. Kanchana Saisiriporn

Chairperson

Definition of “Independent Director”

“Independent Director” of the Company means a person who has independence and qualifications corresponding to SEC regulations as follows:

- (1) Holding not exceed 1% of the total shares of the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power over the Company, including shareholding of related persons of each independent director.
- (2) Is not or never is a director participating in management, employee, officer, advisor receiving regular wage or has controlling power of the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power over the Company except has had quit the mentioned positions not less than 2 years prior to the date of appointment as independent director. Those forbidden characteristics will not apply to independent director who used to be a government officer or advisor of a governmental organization of which is a major shareholder or has controlling power of the Company.
- (3) Is not a person having relationship in blood or by legal registration in position such as father, mother, spouse, brother, sister, son and daughter including spouse of son/daughter or executive, major shareholder, persons having controlling power or persons to be proposed as executive or persons having controlling power of the Company or its subsidiary companies.
- (4) Does not or never have business relation to the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power which may obstruct independent decision thinking. Also is not or never is a substantial shareholder or power controller of persons having relation to the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power of the Company except has had quit those mentioned positions not less than 2 years prior to the date of appointment as independent director.

The business relation described in above clause includes regular trading transactions, to rent or to let unmovable assets, transactions of assets or services or to provide or receive financial assistance such as lending, guarantee together with any same behaviors resulting the Company or its contract partner have contingent liability to pay another person from 3% of the net tangible or 20 million Baht whichever lower. Such calculation method corresponds to the Securities Committee’s regulations on related transactions. But this consideration, it is limited to liability occurred during 1 year before the date of having business relation to the same person.

- (5) Is not or never is an auditor of the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power of the Company. And is not substantial shareholder, power controller or partner of any audit firm having auditor of the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power except has had quit those positions not less than 2 years prior to the date of appointment as independent director.
- (6) Is not or never is any professional service provider including legal or financial advisory to which getting service fees over 2 million Baht a year from the Company, its parent company, subsidiary companies, affiliated companies, major shareholders or persons having controlling power. Also is not substantial shareholder, power controller or partner of those professional service providers except has had quit those positions not less than 2 years prior to the date of appointment as independent director.
- (7) Is not a director appointed to be representative of the Company directors, major shareholders or shareholders connected to major shareholders
- (8) Does not conduct any business in the same kind and is substantially competitive to the Company or its subsidiary companies; or is not a substantial partner in partnership or a director having participation in management, employee, officer, advisor receiving regular wage or holds over 1% of the total shares of any other company having the same kind of business and is substantially competitive to the Company or its subsidiary companies.
- (9) Does not have any other matters cause inability to provide independent opinion about the Company’s operation.

After appointment as independent director under clauses (1) to (9), the independent director may be assigned from the Board to make collective decision in operation of the Company, its holding company, subsidiary companies, affiliated companies, subsidiary companies in the same level, major shareholder or persons have controlling power.

Enclosure No. 3

(ปิดอากรแสตมป์ 20 บาท)

(Stamp Duty 20 Baht)

หนังสือมอบฉันทะ แบบ ข.

PROXY Form B.

เขียนที่

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....ถนน.....

I/We nationality reside at Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Sub-District District Province Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท โอ ซี ซี จำกัด (มหาชน)

am/are a shareholder of O.C.C. Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding altogether shares, and can cast votes equaling votes, as follow:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary shares, which can cast votes equaling votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred shares, which can cast votes equaling votes

(3) ขอมอบฉันทะให้

Hereby appoint

1.อายุ.....ปี อยู่บ้านเลขที่.....ถนน.....

age years, resides at Road

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์..... หรือ

Sub-District District Province Postal Code or

2. ศ. ดร.กำพล ปัญญาโกเมศ.....อายุ54 ปี อยู่บ้านเลขที่ 729/4-7 ถนน รัชดาภิเษก.....

Prof. Kamphol Panyagometh, Ph.D. age years, resides at Road Radchadaphisek

ตำบล/แขวง.....บางโพธิ์พวง.....อำเภอ/เขต.....ยานนาวา.....จังหวัด.....กรุงเทพมหานคร.....รหัสไปรษณีย์.....10120..... หรือ

Sub-District Bangpong pang District Yannawa Province Bangkok Postal Code or

3. ดร.ณัฐวุฒิ พงศ์สิริ.....อายุ64 ปี อยู่บ้านเลขที่ 729/4-7 ถนน รัชดาภิเษก.....

Nutavoot Pongsiri, Ph.D. age years, resides at Road Radchadaphisek

ตำบล/แขวง.....บางโพธิ์พวง.....อำเภอ/เขต.....ยานนาวา.....จังหวัด.....กรุงเทพมหานคร.....รหัสไปรษณีย์.....10120..... หรือ

Sub-District Bangpong pang District Yannawa Province Bangkok Postal Code or

4. นางสาวอัมพิกา ชาณวิริยวุฒิ.....อายุ51 ปี อยู่บ้านเลขที่ 729/4-7 ถนน รัชดาภิเษก.....

Ms. Ampika Chanviriyawut age years, resides at Road Radchadaphisek

ตำบล/แขวง.....บางโพธิ์พวง.....อำเภอ/เขต.....ยานนาวา.....จังหวัด.....กรุงเทพมหานคร.....รหัสไปรษณีย์.....10120.....

Sub-District Bangpong pang District Yannawa Province Bangkok Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นครั้งที่ 32 ในวันที่ 27 เมษายน 2569 เวลา 10.00 น. ณ ห้องมหานที อาคารคิงบริดจ์ ทาวเวอร์ เลขที่ 989 ถนนพระราม 3 แขวงบางโพธิ์พวง เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf of the Ordinary Shareholders Meeting No. 32 on April 27, 2026 at 10.00 a.m. Mahanatee Room, KingBridge Tower No. 989 Rama 3 Road, Bangpong pang, Yannawa, Bangkok 10120 or at any adjournment thereof

ชื่อกรรมการ: ดร. ณัฐวุฒิ พงศ์สิริ

Name of Director: Nutavoot Pongsiri, Ph.D.

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ: นายธนภฤต ฉัตรภรณ์

Name of Director: Mr. Thanakrit Chatraporn

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติเพิ่มจำนวนกรรมการของบริษัทเดิม 9 ท่าน เป็น 10 ท่าน

Agenda 5 To consider and approve the increase in the number of directors from nine (9) to ten (10)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6 พิจารณานุมัติเลือกตั้งกรรมการบริษัทเพิ่มเติม จำนวน 1 ท่าน

Agenda 6 To consider and elect an additional director (one position).

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

ชื่อกรรมการ: นางภัทรา ทองชะอม

Name of Director: Mrs. Pathra Thongchaom

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณากำหนดค่าตอบแทนคณะกรรมการ

Agenda 7 To consider for determining the directors' remuneration.

พิจารณากำหนดค่าตอบแทนคณะกรรมการ ในวงเงินไม่เกินปีละ 6 ล้านบาท

Considering approval of yearly remuneration for the board of directors not exceeding 6 million Baht

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดจำนวนเงินค่าสอบบัญชี

Agenda 8 To consider and approve the appointment of the Company's Auditor and fixing the auditor's remuneration.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 To consider other matters (If any).

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่เข้าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Proxy's voting in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be determined as Shareholder's vote.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case, I/We have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

ลงชื่อ/Signed..... ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/Signed..... ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคลก็ได้
For Agenda appointing directors, the whole Board of Directors or certain directors can be appointed.
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ

ALLONGE OF PROXY

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โอ ซี ซี จำกัด (มหาชน)

The appointed proxy acts as the shareholder of O.C.C. Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 32 ในวันที่ 27 เมษายน 2569 เวลา 10.00 น. ณ ห้องมหานที อาคารคิงบริดจ์ ทาวเวอร์ เลขที่ 989 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the meeting of the Ordinary Meeting of Shareholders No. 32 on April 27, 2026 at 10.00 a.m. Mahanatee Room, KingBridge Tower No. 989 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120 or at any adjournment thereof.

วาระที่..... เรื่อง

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่..... เรื่อง

Agenda No. Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The proxy shall vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 4 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ (ต่อ)

Agenda 4 Considering appointment of directors in place of those retired by revolving term

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ชื่อกรรมการ:

Name of Director:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

Information of Independent Directors Proposed to be Shareholders' Proxies

1. **Name-Surname** Prof. Kamphol Panyagometh, Ph.D.
Title Chairman of the Audit Committee
Age 54 years old
Nationality Thai
Address O.C.C. Plc. No. 729/4-7 Radchadaphisek Road,
 Bangpongpan, Yannawa, Bangkok 10120
Company Shareholding -Nil-
Interest in Each Agenda -Nil-



2. **Name-Surname** Nutavoot Pongsiri, Ph.D.
Title Audit Committee
Age 65 years old
Nationality Thai
Address O.C.C. Plc. No. 729/4-7 Ratchadaphisek Road,
 Bangpongpan, Yannawa, Bangkok 10120
Company Shareholding -Nil -
Interest in Each Agenda Has a conflict of interest in Agenda 4



3. **Name-Surname** Miss Ampika Chanviriyawut
Title Audit Committee
Age 51 years old
Nationality Thai
Address O.C.C. Plc. No. 729/4-7 Radchadaphisek Road,
 Bangpongpan, Yannawa, Bangkok 10120
Company Shareholding -Nil -
Interest in Each Agenda -Nil -



Documents and Evidence Required to Present before Attending the Meeting

The registration of 32nd AGM of O.C.C. Public Company Limited will be processed by using barcode technology. *For your convenience in registration, shareholders and authorized persons who will attend the meeting, please bring the Registration Form with imprinted barcode on the meeting day*

In case of natural person

1. **Personal Attendance** Please present personal I.D. Card or Government Personnel Card or Passport to officers for registration.

2. **Proxy Attendance** Please use the printed Proxy Form attached with this invitation letter or download from Company website www.occ.co.th or the printed forms provided by the Ministry of Commerce, either Form A or B only. It should be filled in completely and duly signed by Grantor and Proxy. The Proxy is requested to present personal I.D. Card or Government Personnel Card or Passport for registration before attendance.

In case of juristic person

• **Proxy Attendance** Please use the printed Proxy Form attached with this invitation letter or download from Company website www.occ.co.th or the printed forms provided by the Ministry of Commerce, either Form A or B only. It should be filled in completely and duly signed by authorized persons with juristic person's seal (if any). The Proxy is requested to present I.D. Card or Government Personnel Card or Passport for registration before attendance.

In case of foreign investor and appoint custodian in Thailand to keep and safeguard the shares

• **Proxy Attendance** Please download Proxy Form C from Company website www.occ.co.th or the printed form provided by the Ministry of Commerce. It should be filled in completely and duly signed by authorized persons of Grantor and Proxy together with the following evidences

1. The power of attorney from shareholder assigned to custodian to sign on behalf in the Proxy Form
2. Confirmation letter of the signer gets consent to do custodian business. The Proxy is requested to present Personnel I.D. Card or Government Personnel Card or Passport for registration before attendance.

Curriculum Vitae of Nominated Director

Name-Surname Mrs. Siriporn Ambhanwong

Age 70 years

Education Qualifications

- Master Degree - International Relations, Iowa States University, Iowa, USA
- Master Degree - Psychology at Srinakharinwirot University (additional graduate)
- Bachelor Degree - Political Sciences, Chulalongkorn University



Directorship Training – Nil -

Years of directorship 5 months (Since November 2025)

Term of director 3 years

Holding period of position included the end of proposed term 3 years 5 months

Position in the Company Director

Work Experience (Past 5 Years)

- **Position in other listed companies** 1 company
 - Thai Credit Bank Public Company Limited (2018 – 2021) Position Executive Director
- **Position in other companies (non-listed companies)** - Nil -
- **Position in companies having same type of business and/or competition with the company's business** - Nil -

Expertise Business development, strategic planning, management, information technology, human resource management, and risk management.

O.C.C. PLC shareholding - Nil -

Type of Director Proposed Company Director

Nomination Method Person who passed the Nomination Committee's consideration and agreed by the Board of Directors

Prohibited Characteristics

- No criminal record of property-related offences committed fraudulently
- No history of transactions that may have conflicts of interest with the Company in the past year.

Meeting attendance in 2025

- Board of Directors 1/1 time
- Non-executive Director 1/1 time

Curriculum Vitae of Nominated Director

Name-Surname Nutavoot Pongsiri, Ph.D.



Age 64 years

Education Qualifications

- Ph.D. (Development Administration and Management), Institute for Development Policy and Management (IDPM), University of Manchester, England
- M.Sc. (Chemical Engineering), University of Missouri-Columbia, USA.
- M.M. (Management), Sasin Graduate Institute of Business Administration, Chulalongkorn University, Thailand
- B. E. (Chemical Engineering), Chulalongkorn University, Thailand

Directorship Training

- Director Certification Program Class 305/2021 from Thai Institute of Directors Association
- Board Nomination & Compensation Program Class 13/2022 from Thai Institute of Directors Association.
- ESG in the Boardroom: A Practical Guide for Board 11/2025 from Thai Institute of Directors Association.

Years of directorship **3 years (Since April 2023)**

Term of director 3 years

Holding period of position included the end of proposed term **6 years**

Position in the Company Independent Director

Work Experience (Past 5 Years)

- **Position in other listed companies** 1 company
 - Sky Tower Public Company Limited (2025 – Present) Position **Chairman and Independent Director**
- **Position in other companies (Non-listed companies)** -Nil-
- **Position in companies having same type of business and/or competition with the company's business** -Nil-
- **Expertise** Strategic Planning, Manage the Human Resources and Organization Development

O.C.C. PLC shareholding (included shares of spouses and minor children) -Nil-

Type of Director Proposed **Independent Director**

Nomination Method The candidate has been duly nominated by the Nomination Committee and carefully screened by the Board of Directors, which concluded that the individual possesses all the required qualifications in accordance with the relevant laws and regulations pertaining to Independent Directors.

Prohibited Characteristics -No criminal record of property-related offences committed fraudulently
-No history of transactions that may have conflicts of interest with the Company in the past year.

Meeting attendance in 2025

- Board of Directors 6/6 times
- Audit Committee 12/12 times
- Risk Management Committee 12/12 times
- Corporate governance and Sustainability Committee 2/2 times
- Non-Executive Directors 1/1 time
- Shareholder Meeting 1/1 time

Curriculum Vitae of Nominated Candidate



Name-Surname Mr. Thanakrit Chatraporn

Age 48 years

Education Qualifications

- Master's Degree in Business Administration (Management), Mahidol University
- Bachelor's Degree in Business Administration (Finance and Banking), Thammasat University

Directorship Training – Nil-

Years of directorship Nominated as Board of Director in the first term

Term of director 3 years

Holding period of position included the end of proposed term 3 years

Work Experience (Past 5 Years)

- **Position in other listed companies:** -Nil-
- **Position in other companies (non-listed companies):** 5 Companies
 - TSTE REIT Management Co., Ltd. (2024 – Present) Position Independent Director
 - Yumishou Co., Ltd. (2021 – Present) Position Director
 - Punyiphath Co., Ltd. (2018 – Present) Position Director
 - Koala Space Co., Ltd. (2017 – Present) Position Director
 - Ministry of Finance (2004 – 2021) Position Director of Tax Policy Division / Tax Policy Bureau / Fiscal Policy Office
- **Position in companies having same type of business and/or competition with the company's business:** -Nil-
- **Expertise** Accounting, Finance and Investment, Internal Audit, Risk Management, Management Administration.

O.C.C. PLC shareholding (included shares of spouses and minor children) -Nil-

Type of Director Proposed Independent Director

Nomination Method The candidate has been duly nominated by the Nomination Committee and carefully screened by the Board of Directors, which concluded that the individual possesses all the required qualifications in accordance with the relevant laws and regulations pertaining to Independent Directors.

Prohibited Characteristics -No criminal record of property-related offences committed fraudulently
-No history of transactions that may have conflicts of interest with the Company in the past year.

Increasing the number of directors from 9 to 10 members

As O.C.C. Public Company Limited continues to expand its business and pursues a strategic plan focused on future growth, the duties and responsibilities of the Board of Directors have become increasingly significant and complex. The Board has, therefore, reviewed its structure to ensure it remains appropriate for the current business scale and operational direction.

Consequently, the Company deems it appropriate to propose an increase in the number of directors from 9 to 10 members. This expansion aims to strengthen corporate governance and efficiently support strategic business growth by recruiting individuals who possess the necessary knowledge, expertise, and experience required for the Company's future operations.

To achieve the objective of increasing the number of directors, the Board of Directors—having undergone a rigorous screening process by the Nomination Committee—has identified a candidate with outstanding qualifications and exceptional suitability: Mrs. Pathra Thongchaom. Currently serving as the Company's Chief Financial Officer (CFO), Executive Director, Risk Management Committee member, and Corporate Governance and Sustainability Committee member, she is a highly qualified expert with profound knowledge of the Company's finance and accounting. The Company recognizes that her skills and capabilities are essential to the Board in diversifying and completing its structure.

In this regard, the nominee has been duly screened through the Company's internal processes and possesses all the qualifications required by relevant laws and regulations in every respect.

The details of the nominee are provided in Enclosure No. 8.

Having the following types of interests in the Company/parent company/subsidiary companies/affiliated companies/major shareholders or persons having controlling power at present or within past 2 years

<ul style="list-style-type: none"> ▪ is/is not a director participating in management, employee, officer or advisor receiving regular wage 	<p>-is not-</p>
<ul style="list-style-type: none"> ▪ is/ is not a professional service provider (such as auditor, legal advisor) 	<p>-is not-</p>
<ul style="list-style-type: none"> ▪ has/does not have substantial business relation causing inability to perform duty independently (such as buying/selling raw materials/goods/service/lending) 	<p>-does not have-</p>
<ul style="list-style-type: none"> ▪ is/is not a close cousin of executives or major shareholders of the Company/its subsidiary companies 	<p>-is not-</p>
<ul style="list-style-type: none"> ▪ is/is not a director appointed as representative of the Company Directors, major shareholders or shareholders connected to Company major shareholders 	<p>-is not-</p>

Supplement for
Agenda 7 Considering Directors' Remuneration

The Board of Directors' Meeting No. 3/2026 had approved determination in accordance with the guidelines of the Remuneration Committee by approving an appropriation of the remuneration of the Board of Directors in comparison with remuneration's information of directors of the companies having similar business and size to be complied with knowledge and ability as well as the performance of the Company. Detail of payment for the remuneration of the Company's directors for the year 2025 was at the limit of not exceeding Baht 6 million as it had been approved at the 31st AGM on Monday 28 April 2025.

For the year 2026, the Board of Directors deemed appropriate to propose to the AGM for considering to determine remuneration of directors to be in accordance with the same regulations of previous year, which is the same limit of not exceeding Baht 6 million. It can be classified into different types of compensation compared to the previous year as follows:

Remuneration Type	Year 2025	Year 2024	Year 2023
▪ Meeting Allowance	Baht 1,150,000	Baht 1,242,000	Baht 1,178,000
▪ Director Bonus	Baht 2,991,000	Baht 3,006,000	Baht 3,006,000
Total	Baht 4,141,000	Baht 4,248,000	Baht 4,184,000

Director Remuneration Basis

Meeting Allowance

- Board of Directors – paying only Directors who attend the meeting at 6,000 Baht each
- Audit Committee
 - Chairperson of Audit committee at 20,000 Baht each
 - Audit Committee Director at 15,000 Baht each
- Executive Committee – paying only members who attend the meeting at 5,000 Baht each
- Other Committees – paying only Non-Executive Directors who attend the meetings of Nomination Committee, Remuneration Committee, Risk Management Committee and Corporate Governance and Sustainability Committee at 5,000 Baht each

Director Bonus

Bonus is rewarded to all Directors allocated by the Remuneration Committee who will consider appropriate rates in line with Company performance compared to other companies having similar business and scale.

Other Remuneration

Year 2025	Year 2024	Year 2023
-	-	-

The total remuneration must not exceed the limit approved at the AGM.

Supplement for

Agenda 8 Considering Appointment of Auditor and Audit Fees

The Board of Directors' Meeting No. 3/2026 had approved the appointment of the Company's auditor which has been proposed and approved by the Audit Committee, by considering on working performance, good standards, independence, reputation and audit fees. It has qualification as required by Articles of Association and regulations of SEC and SET. Annual audit fees amount for the year 2026 and has deemed to propose at AGM are as follows:

1. Propose to appoint the auditor from DIA International Audit Co., Ltd. to be the Company's auditor for 2025. Anyone of its following auditor members will be authorized to conduct auditing and sign the Company's financial statements:
 - Mr. Apipong Leongnarkongdee CPA Registration No.12199
Who has endorsed the Company's financial statements since 2023, being 4th year for the audit firm or
 - Mrs. Suvimol Chrityakierne, CPA registration No. 2982
Who has endorsed the Company's financial statements since 2017-2022 or
 - Miss Suphaphorn Mangjit, CPA registration No.8125
Has never been a signatory in the Company's Financial Statements or
 - Mr. Nopparoeek Pitsanu Wong, CPA registration No.7764
Has never been a signatory in the Company's Financial Statements or
 - Mr. Joompoth Prairattanakorn, CPA registration No.7645
Has never been a signatory in the Company's Financial Statements or
2. Rate of audit fee compared to previous year

Year	2026	2025
1. Reviewed Q1-3 Statements	645,000 Baht	600,000 Baht
2. Audited annual financial statements	615,000 Baht	600,000 Baht
Total	1,260,000 Baht	1,200,000 Baht

3. Non-Audit fee

2026	2025
-	-

In this regard, the Audit Office and the auditors listed above are not directors, employees, staffs. They all are independent and have no relationship or other interests with the executives of the Company/its subsidiaries or major shareholders or persons related to such persons, either directly or indirectly. And the company also has no subsidiaries.

O.C.C. Public Company Limited

The Company's Articles of Association Related to AGM

General Meeting of Shareholders

Article 33 The Board of Directors shall arrange a shareholders' meeting within four (4) months since the ending date of fiscal year of the company.

Any meeting other than the said shall be called extraordinary shareholders' meeting.

The Board of Directors shall summon the extraordinary shareholders' meeting at any time as deemed appropriate.

One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the Board of Directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date the request in writing from the shareholders is received.

In case the Board of Directors fails to arrange for the meeting within such period under paragraph four, the shareholders who have subscribed their names of other shareholders holding the required aggregate numbers of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph four. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expense as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by shareholders under paragraph five, the number of the shareholders presented does not constitute quorum as prescribed by Article 36 and Article 37, the shareholders under paragraph five shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 34 In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning the meeting stating the place, date, time, agenda of the meeting with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be served on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper or via electronic media according to the criteria specified by the registrar for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

A place of the meeting under paragraph one shall be in the locality in which the Company's head office or any other place in the Kingdom. In the case of a meeting via electronic media. The location of the Company's head office shall be considered the location of the meeting.

Article 35 The Board of Directors shall send the documents required by law to the shareholders together with a notice summoning an annual general meeting.

Article 36 At a shareholder meeting, there must be not less than twenty-five (25) shareholders and proxies (if any) present or not less than half (1/2) of the total number of shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold in order to form a quorum unless otherwise provided by law in any specific case.

Article 37 At any shareholder meeting, when one (1) hour has passed since the time specified for the meeting, the number of shareholders present at the meeting remains inadequate to form a quorum as specified in Article 37 and if such shareholders meeting was called at the request of the shareholders, such meeting shall be canceled. If such meeting was not called at the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be served on the shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38 The Chairman of the Board of Directors shall be the Chairman of the shareholder meeting. In case where the Chairman is not present at a meeting or cannot perform his or her duties, if there is a Vice-Chairman, the Vice-Chairman shall be the Chairman. If there is no such Vice-Chairman or if there is but such Vice-Chairman cannot perform his or her duties, the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

Article 39 The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meeting. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.

Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those specified in the notice summoning the meeting.

In case where the meeting has not finished the consideration of the matters according to the sequence as specified in the agenda under paragraph one or of the matters proposed by the shareholders under paragraph two as the case may be and the meeting is required to be adjourned, the meeting shall designate the place, date and time for the next meeting and the Board of Directors shall serve a notice summoning a meeting specifying the place, date, time and agenda to the shareholders not less than seven (7) days prior to the date of the meeting provided that such notice summoning the meeting shall also be published in a newspaper or via electronic media according to the criteria specified by the registrar for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

Article 40 Every shareholder is entitled to attend a shareholder meeting held any time whatsoever.

Authorize proxy to attend the General Meeting of Shareholder and Shareholder rights to vote

Article 41 The shareholders may authorize other persons as proxies to attend and vote at a meeting on their behalf and the proxies must submit the instrument appointing the proxy to the Chairman or a person designed by the Chairman of the Board at the place of the meeting before attending such meeting. The instrument appointment the proxy shall be executed in accordance with the form specified by the Registrar under the law on public limited companies.

Article 42 Any shareholder having special interests in any matter to be resolved by the meeting shall not be entitled to vote on such matter, except for the votes on the election of the directors. If there is a tie vote, the Chairman of the meeting shall have a casting vote.

Article 43 In casting a vote, one share is equal to one vote.

A resolution of the shareholder meeting shall consist of the following votes.

1. In an ordinary event, the majority vote of the shareholders presents at the meeting and entitled to vote is required. If there is a tie vote, the Chairman of the meeting shall have a casting vote.
2. In the following events, a vote of not less than three-fourth (3/4) of the total number of votes of the shareholders present at the meeting and entitled to vote is required.
 - a. The sale or transfer of the whole or material parts of the business of the Company to other persons;
 - b. The purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - c. The conclusion, amendment or termination of contracts with respect to the lease of the whole or material parts of the business of the Company, the assignment of the management of the business of the Company to other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - d. The amendment of the Memorandum or Articles of Association of the Company;
 - e. The increase and reduction of a capital or issuance of debentures of the Company;
 - f. The amalgamation or dissolution of the Company.

Dividend Payment

Article 55 No dividend shall be distributed other than out of the profits. In case where the Company still has an accumulated loss, no dividend shall be distributed.

Article 56 Dividends shall be distributed according to the number of shares at an equal amount each.

Distribution of the dividends shall be made within one (1) month as from the date of resolution of shareholder meeting or the meeting of the Board of Directors as the case may be provided that notice thereof in writing shall be served on the shareholders and such notice shall also be published in a newspaper or via electronic media according to the criteria specified by the registrar for three (3) consecutive days.

Article 57 The Board of Directors may distribute the interim dividends to the shareholders from time to time if the Board regards that the profits of the Company justify such distribution. Such distribution of the dividends shall be reported to the shareholders at the next shareholder meeting.

Article 58 The Company must appropriate to a reserve fund at least one-twentieth (1/20) of the annual net profits less accumulated loss carried over until the reserve fund reaches one-tenth (1/10) of the registered capital of the Company.

Upon the approval of the shareholders meeting, the Company may transfer other reserve funds, legal reserve fund and share premium reserve fund respectively to compensate for the accumulated loss of the Company.

Qualification, Election and Term Expiration of Directors

Article 18 The Company shall have a Board of Directors comprising not less than five (5) directors and not less than half (1/2) of whom shall have residence in the Kingdom.

The Board of Directors shall elect one director to be the Chairman of the Board. In case where the Board of Directors deems it appropriate, the Board of Directors may elect one or several directors to be the Vice-Chairman of the Board. The Vice-Chairman shall have the duties pursuant hereto with respect to affairs assigned by the Chairman.

Two directors shall jointly affix their signatures together with the seal of the Company in order to be binding on the Company.

The Board of Directors may designate the names of the directors who have the power to affix their signatures together with the seal of the Company to be binding on the Company.

Article 19 The directors shall be natural persons and shall

1. be sui juris;
2. not be bankrupt, incompetent or quasi-incompetent;
3. have never been imprisoned on the final judgment of a court for an offense related to property committed with dishonest intent;
4. have never been dismissed or removed from government service or a government organization or government agency in punishment for dishonesty in performing their duties.

Article 20 The directors shall be elected at the shareholder meeting in accordance with the following rules and procedures.

1. A shareholder shall have one vote for one share;
2. Each shareholder must exercise all of the votes he or she has under paragraph one to elect one (1) or several persons to be a director or directors and must not allot his or her vote to any person in any number;
3. The persons having the highest number of votes in descending order shall be elected as the directors equal to the number of directors to be elected by the shareholder meeting in such election. In case where the numbers of votes for the descending candidates are equal which would otherwise cause the number of directors to be elected by the shareholder meeting to be exceeded in such election, the Chairman shall have a casting vote

Article 21 At every annual general meeting, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided into three (3) parts, the nearest to such one-third (1/3) of the directors shall retire from office.

The retirement of directors in the first and second years after registration of the Company shall be affected by drawing lots. In the subsequent years, the directors who have held office the longest shall retire.

A director who retires from office may be re-elected.

Article 25 At shareholder meeting, a resolution may be adopted to request any director leaving before reaching the end of regular term by obtaining not less than three-fourths (3/4) of the total eligible shareholders attending the meeting and holding altogether not less than a half of total number of shares held by all eligible shareholders attending the meeting.

Article 30 No director shall engage in a business which has the same nature as and in competition with that of the Company or become a partner in an ordinary partnership or a partner of unlimited liability in a limited partnership or a director of a private company or other companies engaged in a business which has the same nature as and is in competition with that of the Company regardless as to whether such a business is undertaken for his or her or other persons' benefits unless he or her had

notified the shareholder meeting thereof prior to the resolution for his or her appointment was passed.

Remuneration of the Board Directors

Article 32 No payment or other property shall be made or given by the Company to a director except a remuneration as usually paid to him or her as a director of the Company such as salary, meeting allowance, per diem, premium, pension, subsidy, reward, medical expenses, fuel and transportation expenses.

The preceding paragraph shall not include such compensation or welfare given to the directors as a staff or employee of the Company.

Qualification/Appointment of the Auditor, Determination the Remuneration of an Auditor and Attendance the General Meeting of Shareholders

Article 49 An auditor shall not be a director, staff member, employee or a person holding any office or having any duty in the Company.

Article 50 An auditor shall be elected annually by the general shareholder meeting. A retiring auditor may be re-elected.

Article 51 A remuneration of an auditor shall be determined by a shareholder meeting.

Article 54 An auditor has the duty to attend every shareholder meeting of the Company in which the balance sheet and statement of income and issues relating to the accounts of the Company are considered in order to clarify the auditing to the shareholders. The Company shall also submit to the auditor such reports and documents of the Company as to be obtained by the shareholders in every shareholder meeting.

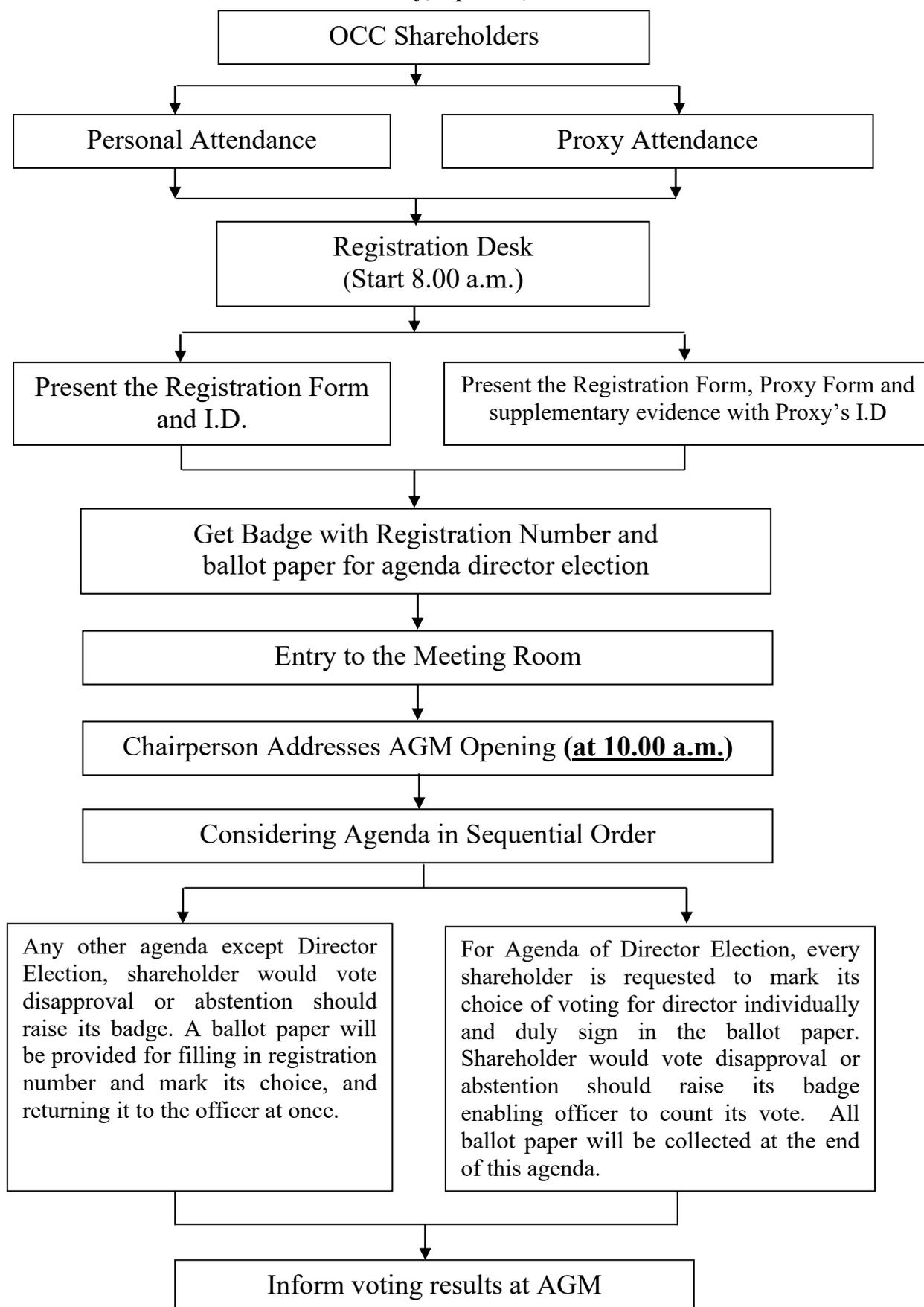
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Remarks: This English translation does not carry any legal authority. Only the original text in Thai has legal force.

Procedure of 32nd AGM Attendance

O.C.C. Public Company Limited

Monday, April 27, 2026



The usage of QR Code for downloading the documents of 2026 Annual General Meeting of Shareholders

The Stock Exchange of Thailand (SET) by Thailand Securities Depository Co., Ltd (TSD), who is the securities registrar, has developed a system for the listed companies in the Stock Market to send notification to attend AGM with related documents and annual report in the form of QR Code. Therefore, shareholders are able to get the information conveniently and rapidly.

The aforementioned documents could be downloaded from the QR Code by following the steps below.

For iOS System

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

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

For Android System

1. Open applications such as QR CODE READER, or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend" ⇒ Choose "QR Code" ⇒ Scan the QR Code
2. Scan the QR Code to access documents regarding the meeting.

Requisition Form for Receiving Printed Annual Report

Dear Shareholders

In case you would like to receive printed version of the 56-1 One Report 2025, please fill in your information below and return to Company Secretary of O.C.C. Public Company Limited, No.729/4-7 Radchadaphisek Road, Bangpongpan, Yannawa, Bangkok 10120 or fax to 02-295-0411 or send via e-mail: comsec@occ.co.th. A printed copy will be forwarded as requested.

Name (Print)

Address

.....

.....

Name of reachable person

Telephone

Fax

Email address

Map of AGM Venue: KingBridge Tower
Take bus No. 89, 205 or BRT

