

LTMH/ComSec/2026-005

March 23, 2026

Subject Invitation to the 2026 Annual General Meeting of Shareholders

To The Shareholders of LTMH Public Company Limited

Enclosure

1. Annual Registration Statement/Annual Report 2025 (form 56-1 One Report) in QR Code
2. Profiles of the Nominated Candidates for Election as Directors of the Company and Qualifications and Requirements of the Company's Independent Directors
3. Profiles of the Nominated Auditors for the Year 2026
4. Information of Independent Directors Proposed by the Company to Act as Proxies for Shareholders
5. Proxy Form A, Form B and Form C
6. Explanation on registration documents, registration procedures, proxy granting, vote counting, and submission of questions
7. Guidelines for attending of Electronic Meeting by Inventech Connect
8. Articles of Association Regarding Shareholders' Meetings
9. Privacy Notice for the Shareholders' Meeting
10. Question Form for the 2026 Annual General Meeting of Shareholders

This notice is to inform you that LTMH Public Company Limited “(the **Company**)” will convene the 2025 Annual General Meeting of Shareholders (AGM) on **Tuesday, April 21, 2026, at 10:00 a.m.** via electronic media (E-AGM) only. The Company has set Wednesday, March 4, 2026, as the Record Date to determine the list of shareholders entitled to attend the meeting and exercise their voting rights. The meeting shall consider various matters in accordance with the following agendas:

**Agenda 1 To acknowledge the operating results for the year 2025**

Facts and rationales

The Company has prepared a summary of its operating results for the year 2025, which highlights significant changes and developments that occurred during the fiscal year.

Board of Director's opinion

The Board of Directors deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders acknowledge the Company's operating results for the year 2025.

Voting

This agenda is for acknowledgment; therefore, no voting is required.

**Agenda 2 To consider and approve the financial statements for the year ended 31 December 2025**Facts and rationales

In accordance with Section 112 of the Public Limited Companies Act B.E. 2535 (including any subsequent amendments) (“the **Public Limited Companies Act**”) and Article 41 of the Company’s Articles of Association, the Company is required to prepare a balance sheet and a profit and loss statement as of the end of the Company’s fiscal year. These financial statements must be presented to the Annual General Meeting of Shareholders for approval. The Board of Directors must ensure that the financial statements are audited by an external auditor prior to their submission to the Annual General Meeting of Shareholders.

Audit Committee's opinion

The Audit Committee has reviewed the Company’s financial statements for the fiscal year ended December 31, 2025, which have been audited and certified by the Company’s certified public accountant (CPA). The Committee is of the opinion that the financial statements are accurate, reliable, and complete, with adequate disclosure of information.

Board of Director's opinion

The Board of Directors has reviewed the aforementioned financial statements and holds no differing opinion from that of the Audit Committee. Therefore, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the Company’s financial statements for the fiscal year ended December 31, 2025. These statements have been audited by the Company’s certified public accountant, who has issued an unqualified opinion, and have been duly reviewed and approved by the Audit Committee.

Voting

This agenda requires the approval of the meeting by a majority of votes of the shareholders who attend the meeting and cast their votes.

**Agenda 3 To consider and approve the allocation of profit as legal reserve and dividend payment for the year 2025**Facts and rationales

Pursuant to Section 115 of the Public Limited Companies Act and Article 46 of the Company’s Articles of Association, no dividend shall be paid from any type of funds other than profit. In the event that the Company still has an accumulated loss, no dividend shall be paid. All dividend payments must be approved by the Shareholders’ Meeting. In this regard, the Company has established a dividend policy to pay at a rate of at least 30% of the net profit based on the Company’s separate financial statements, after deducting corporate income tax, legal reserves, and other reserves. However, such dividend payments are subject to change depending on operating results, financial position, cash flow, liquidity, business expansion plans, and other future necessities or appropriateness. The Board of Directors is authorized to consider and

provide opinions to the Shareholders' Meeting regarding these matters, prioritizing the best interests of the Company and its shareholders.

According to the Company's financial statements for the fiscal year ended December 31, 2025, the Company reported a net profit after corporate income tax (separate financial statements) of Baht 55,781,007, with no accumulated loss. However, pursuant to Section 116 of the Public Limited Companies Act and Article 47 of the Company's Articles of Association, the Company is required to allocate a portion of its annual net profit as a legal reserve, at a rate of not less than 5% of the annual net profit less the brought-forward accumulated loss (if any), until the legal reserve reaches at least 10% of the registered capital. The Board of Directors' Meeting No. 1/2026, held on February 17, 2026, passed a resolution to approve the allocation of the 2025 net profit as a legal reserve in the amount of Baht 2,800,000 (representing 5% of the 2025 net profit). After such allocation, the Company's total legal reserve will amount to Baht 7,000,000, or 7% of the Company's registered capital. Consequently, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders approve the dividend payment for the 2025 operating results at the rate of Baht 0.15 per share, totaling no more than Baht 30,000,000. This represents 53.8% of the net profit based on the separate financial statements, which is consistent with the Company's dividend policy.

However, the right to receive such dividends remains uncertain until it is formally approved by the 2026 Annual General Meeting of Shareholders.

The comparison of the dividend payment rate for the 2025 operating results against the previous year is as follows:

Details of Dividend Payments	Year 2025	Year 2024
1. Net Profit based on the separate financial statements (Million Baht)	55.8	38.4
2. Number of paid-up shares (Million shares)	100	75
3. Annual dividend (Baht/share)	0.15	0.17
4. Interim dividend (Baht/share)	-	-
5. Total dividend amount (Million Baht)	30	25
6. Dividend payout ratio (based on the separate financial statements) (%)	53.8	63

#### Board of Director's opinion

The Board of Directors has taken into consideration the Company's operating results, financial position, cash flow, liquidity, business expansion plans, as well as other future necessities and appropriateness. Therefore, the Board deems it appropriate to propose the following to the 2026 Annual General Meeting of Shareholders:

1) To acknowledge the allocation of the 2025 net profit as a legal reserve in the amount of Baht 2,800,000 (representing 5%). Following this allocation, the Company’s total legal reserve will amount to Baht 7,000,000, or 7% of the Company’s registered capital.

2) To approve the dividend payment for the 2025 operating results to the Company’s shareholders at the rate of Baht 0.15 per share, totaling no more than Baht 30,000,000. The dividend payment is scheduled for April 30, 2026. However, the right to receive such dividends remains uncertain until it is formally approved by the 2026 Annual General Meeting of Shareholders.

### Voting

This agenda requires the approval of the meeting by a majority of votes of the shareholders who attend the meeting and cast their votes.

### **Agenda 4 To consider and approve the appointment of directors in replacement of those retiring by rotation for the year 2026**

#### Facts and rationales

Under Section 71 of the Public Limited Companies Act and Article 17 of the Company’s Articles of Association, at every Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors shall retire from office. If the number of directors cannot be divided exactly into three parts, the number closest to one-third shall retire. Directors who retire by rotation may be re-elected to resume their office. During the first and second years following the Company’s conversion into a public limited company, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have been in office the longest shall retire.

Currently, the Company has a total of 10 directors. For the 2026 Annual General Meeting of Shareholders, 4 directors are required to retire by rotation through the drawing of lots, as follows:

	Director’s Name	Position
1.	Mr. Somsak Prathomsrimek	Independent Director / Chairman of the Audit Committee
2.	Ms. Thatchanan Techasomboonakit	Independent Director / Audit Committee member
3.	Ms. Suphattakit Jetthaveekij	Director
4.	Mr. Pinijorn Luechaikajohnpan	Director (Expressed his desire not to be re-appointed as a director.)

In this regard, the Company provided an opportunity for shareholders to nominate qualified candidates for election as directors in advance via the Company’s website, from November 3, 2025, to January 31, 2026. However, no shareholders nominated any candidates for director election to the Company during the said period.

#### Board of Director’s opinion

The Board of Directors (excluding interested directors) has carefully and prudently conducted a screening process, taking into consideration Board Diversity, the suitability of qualifications in alignment

with the Company's business strategies and directions, as well as the essential skills currently required as identified in the Board Skill Matrix. The Board is of the opinion that the nominated candidates possess all the requisite qualifications and do not have any prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act B.E. 2535 (including any subsequent amendments), the Company's Articles of Association, and the Company's director recruitment criteria. Furthermore, the nominees are individuals of high caliber, expertise, and experience, who can devote their time and abilities for the utmost benefit of the Company, shareholders, and all stakeholders. Therefore, they are deemed suitable to hold the position of director. Consequently, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders elect the following 3 individuals: 1) Mr. Somsak Pratomsrimek 2) Ms. Thachanun Techasombooranakit, and 3) Ms. Suphattakit Jetthaveekij, to be re-elected as director for another term. Further details are provided in [Enclosure 2](#).

#### Voting

This agenda requires the approval of the meeting by a majority of votes of the shareholders who attend the meeting and cast their votes. In the voting for the election of directors, the 2026 Annual General Meeting of Shareholders shall cast their votes for each director on an individual basis.

#### **Agenda 5 To consider the election of a new director**

##### Facts and rationales

As Mr. Pinijsorn Luechaikajohnpan, a director, has expressed his intention not to seek re-election for another term, and in order to align with the Company's business strategies and enhance diverse perspectives, the Board of Directors has conducted a careful and prudent screening process. This process considered Board Diversity, suitable qualifications in alignment with the Company's business strategies and directions, and essential skills currently required as identified in the Board Skill Matrix. The evaluation was conducted without discrimination based on gender, age, race, religion, or other specific characteristics. The Board is of the opinion that Ms. Piyawan Leelasompop possesses all the requisite qualifications and does not have any prohibited characteristics under the Public Limited Companies Act, the Securities and Exchange Act B.E. 2535 (including any subsequent amendments), the Company's Articles of Association, and the Company's director recruitment criteria. Furthermore, the nominee is an individual of high caliber, expertise, and experience, who can devote her time and abilities for the utmost benefit of the Company, shareholders, and all stakeholders. Additionally, she does not hold directorships in more than five (5) other listed companies. Therefore, she is deemed suitable to be appointed as a Director of the Company.

##### Board of Director's opinion

The Board of Directors has reviewed and determined that Ms. Piyawan Leelasompop possesses the qualifications required by the relevant laws. Therefore, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the appointment of Ms. Piyawan Leelasompop as a Director of the Company. She is a highly qualified individual with expertise and

experience that align with the Board Skill Matrix, which is consistent with and suitable for the Company's business strategies and directions.

#### Voting

This agenda requires the approval of the meeting by a majority of votes of the shareholders who attend the meeting and cast their votes.

#### **Agenda 6 To consider and approve the directors' remuneration for the year 2026**

#### Facts and rationales

Pursuant to Section 90 of the Public Limited Companies Act and Article 22 of the Company's Articles of Association, the payment of directors' remuneration must be in accordance with the resolution of the Shareholders' Meeting, consisting of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting. The Board of Directors has considered the remuneration by taking into account the appropriateness of duties and responsibilities, the performance of the Board, and the linkage of remuneration to the Company's overall operating results. Furthermore, the Board has compared the remuneration with other companies in the same industry and of similar size. Therefore, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the determination of the directors' remuneration for the year 2026, proposing to maintain the same remuneration rates as the previous year, with details as follows:

	Remuneration rate	
	Meeting Allowance (per person / per meeting)	
	Year 2026 (Proposed Year)	Year 2025
<b>Board of Director</b>		
Chairman	31,500	31,500
Director	15,750	15,750
<b>Audit Committee</b>		
Chairman	21,000	21,000
Director	10,500	10,500
<b>Executive Committee*</b>		
Chairman	21,000	21,000
Director	10,500	10,500

Note: Executive Directors who are employees and receive a monthly salary from the Company are not entitled to receive meeting allowances as members of sub-committees.

#### Board of Director's opinion

The Board of Directors has considered the matter and deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the determination of directors' remuneration for the year 2026, as per the details proposed above.

Voting

This agenda requires the approval of the meeting by not less than two-thirds (2/3) of the total votes of the shareholders who attend the meeting.

**Agenda 7 To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2026**Facts and rationales

Pursuant to Section 120 of the Public Limited Companies Act and Article 37 of the Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint the Company's auditors and determine the audit fee every year.

Audit Committee's opinion

The Audit Committee has considered and selected the Company's auditors in accordance with the criteria set forth in the Public Limited Companies Act and the relevant notifications of the Capital Market Supervisory Board. Based on the performance of the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. ("Deloitte") over the past year, the Audit Committee is of the opinion that the auditors from Deloitte have performed their duties with responsibility and independence. They possess extensive knowledge and experience in auditing and have a deep understanding of the Company's business. Therefore, the Audit Committee deemed it appropriate to recommend to the Board of Directors to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the appointment of auditors from Deloitte as the Company's auditors for the year 2026. Any one of the following auditors shall be authorized to review and express an opinion on the Company's financial statements for the fiscal year ending December 31, 2026:

- |                              |   |        |
|------------------------------|---|--------|
| 1. Mr. Bardin Laprangsirat   | Certified Public Accountant License No. 10985 | and/or |
| 2. Mrs. Wilasinee Krishnamra | Certified Public Accountant License No. 7098  | and/or |
| 3. Ms. Lasita Magut          | Certified Public Accountant License No. 9039  | and/or |
| 4. Mr. Wonlop Vilaivaravit   | Certified Public Accountant License No. 6797  |        |

In the event that the aforementioned auditors are unable to perform their duties, the Company may appoint other certified public auditors from Deloitte to act on their behalf. In this regard, the proposed auditors do not have any relationship or interest with the Company, its subsidiaries, executives, major shareholders, or any person related to such individuals. Therefore, they maintain full independence in auditing and expressing an opinion on the Company's financial statements. Furthermore, they are auditors approved by the Office of the Securities and Exchange Commission (SEC). Accordingly, the nominated auditors possess all the required qualifications in accordance with the relevant notifications of the Capital Market Supervisory Board. The profiles of the four (4) auditors from Deloitte are provided in Enclosure 3.

In addition, the Audit Committee has considered the audit fee for the fiscal year ending December 31, 2026, and is of the opinion that such fee is appropriate given the quality and scope of the audit. Therefore, the Audit Committee deemed it appropriate to recommend to the Board of Directors to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the determination of the Company's audit fee for the fiscal year ending December 31, 2026, in an amount not exceeding Baht 1,920,000 per year. This amount excludes Non-audit Fees, which the Company will pay based on actual costs incurred.

#### Board of Director's opinion

The Board of Directors has considered and approved the recommendation of the Audit Committee. Therefore, the Board deems it appropriate to propose that the 2026 Annual General Meeting of Shareholders consider and approve the appointment of the auditors from Deloitte, namely: Mr. Bardin Laprangsirat (CPA License No. 10985); and/or Mrs. Wilasinee Krishnamra (CPA License No. 7098); and/or Ms. Lasita Magut (CPA License No. 9039); and/or Mr. Wonlop Vilaivaravit (CPA License No. 6797) to be the Company's auditors and to determine the audit fee for the year 2026 in an amount not exceeding Baht 1,920,000. This amount excludes Non-audit Fees, which the Company will pay based on actual costs incurred.

#### Voting

This agenda requires the approval of the meeting by a majority of votes of the shareholders who attend the meeting and cast their votes.

#### **Agenda 8 To consider other business (if any)**

Pursuant to Section 105 of the Public Limited Companies Act B.E. 2535 (including any subsequent amendments), once the Shareholders' Meeting has completed its consideration of the agendas as specified in the Notice of the Meeting, shareholders holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider matters other than those specified in the Notice of the Meeting. In this regard, the Company provided an opportunity for shareholders to propose additional agenda items beyond those determined by the Board of Directors, from November 3, 2025, to January 31, 2026. However, no shareholders proposed any other agenda items to the Company during the said period."

#### Board of Director's opinion

The Board of Directors deems it appropriate to provide an opportunity for shareholders who wish to propose matters other than the agendas determined by the Board in the Notice of the Meeting. Any such proposal of other matters must be in accordance with the criteria and procedures prescribed by law.

Shareholders are requested to study the details regarding the procedures and instructions for attending the Annual General Meeting of Shareholders and the relevant Articles of Association, as set out

in [Enclosures 7 and 8](#). If shareholders have any questions related to the meeting agendas, you may submit them in advance via email at [comsec@ltmh.com](mailto:comsec@ltmh.com) or by post to the Company Secretary Department, LTMH Public Company Limited, No. 518/5, Maneeya Center Building, 7th Floor, Ploenchit Road, Lumpini, Pathum Wan, Bangkok, Thailand 10330, using the 'Question Form for the 2026 AGM' as per [Enclosure 10](#). In the event that shareholders are unable to attend the meeting via electronic media (E-AGM) in person, you may appoint one of the Company's Independent Directors as your proxy to attend and vote on your behalf. Please complete and sign the Proxy Form (the Company recommends using Proxy Form B, which allows for specific voting instructions). All three types of Proxy Forms (Form A, Form B, or Form C) can be downloaded at <https://www.ltmh.com/investor>. Alternatively, please follow the registration procedures for the E-AGM as detailed in [Enclosure 7](#). If you wish to appoint another person as your proxy to attend and vote on your behalf, please complete and sign Proxy Form A, Form B, or Form C (Form C is specifically for foreign investors who appoint a custodian in Thailand as a share depository) as per [Enclosure 5](#), and follow the E-AGM registration steps in [Enclosure 7](#).

The Company cordially invites all shareholders to attend the 2026 Annual General Meeting of Shareholders on the date and time specified above. The meeting will be conducted solely via electronic media (E-AGM). Pre-registration will be available through the Inventech Connect system starting from April 9, 2026, at 08:30 hrs. Once the Company has verified your registration and documents, and cross-referenced with the list of shareholders entitled to attend the 2026 AGM as of the Record Date on March 4, 2026, Inventech Systems (Thailand) Co., Ltd. (a meeting control system provider certified by ETDA) will send a Link, Username, and Password for accessing the E-AGM system to the email address provided to the Company. The system will be open for login on April 21, 2026, from 08:00 hrs. onwards.

Yours faithfully

*-Signature-*

(Mr. Thanwa Laohasiriwong)

Chairman of the Board of Directors

LTMH Public Company Limited