



Annual General Meeting Report 2026
Krungthai Car Rent & Lease Public Company Limited
Meeting Date: April 24, 2026, 14:00
Conducted via Electronic Media (E-AGM) using the INVENTECH SYSTEMS

The meeting commenced at 14:00 hours.

Mr. Noppol Sakthong, the company secretary, introduced himself and expressed his appreciation to all shareholders for attending the 2026 Annual General Meeting of Shareholders. He informed the meeting that the meeting was being conducted via electronic means (E-AGM) through the INVENTECH SYSTEMS platform. The E-AGM system has been certified by the Electronic Transactions Development Agency (ETDA) and complies with the Emergency Decree on Electronic Meetings B.E. 2020 and the Notification of the Ministry of Digital Economy and Society regarding Security Standards for Electronic Meetings. In addition, the Company recorded the meeting in video format for the purposes relating to the shareholders' meeting. The company secretary also informed the meeting that the notice of the AGM was communicated to shareholders through the following three methods:

The Company Secretary informed the meeting that, in accordance with the agenda specified in the Notice of the Meeting, the Company had notified shareholders of this Annual General Meeting of Shareholders through the following three channels:

1. Sending the Notice of the Meeting by registered mail to all shareholders;
2. Publishing notices of the Annual General Meeting of Shareholders in Khao Hoon Daily Newspaper dated 8, 9, and 10 April 2026, totaling three issues; and
3. Publishing the Notice of the 2026 Annual General Meeting of Shareholders together with supporting documents on the Company's website and disseminating the information through the Stock Exchange of Thailand's information disclosure system.

The Company Secretary further informed the meeting that the Company had provided shareholders with the opportunity to propose matters deemed beneficial to the Company for inclusion in the AGM agenda in accordance with the Company's prescribed criteria. Such opportunity was made available through the Company's website from 17 November 2025 to 20 January 2026. Upon review, no shareholder had proposed any agenda item or submitted any questions in advance. Before proceeding with the agenda items, the Company Secretary explained the rules and procedures for voting and vote counting at the meeting as follows:

1. This meeting is conducted electronically through the Inventech Connect system in compliance with the Emergency Decree on Electronic Meetings B.E. 2020, the Notification of the Ministry of Digital Economy and Society regarding Security Standards for Electronic Meetings B.E. 2020, and other related regulations. The Company has engaged qualified electronic meeting service providers certified by relevant authorities, namely:
 - The meeting control system (Zoom Meeting), which has obtained certification; and
 - The Inventech Connect voting system, which has completed the self-assessment of conformity by the Electronic Transactions Development Agency (ETDA).

2. For the purpose of conducting and recording the meeting, including preparation of the minutes of the meeting and meeting administration, the Company will collect, use, and disclose personal data of all meeting participants, including still images, audio, and video recordings.
3. Participants entitled to attend the meeting must verify their identity in order to obtain a username and password in accordance with the procedures prescribed by the Company, as specified in the Notice of the Meeting. By agreeing to comply with the terms and conditions for attending the electronic meeting and completing the registration process by clicking the “Register” button, participants shall be deemed to have registered for the meeting, and their shares shall be counted as part of the quorum.
4. The meeting will proceed in accordance with the agenda set out in the Notice of the Meeting. Information relating to each agenda item will be presented, and shareholders will be given the opportunity to ask questions before voting takes place. After the conclusion of the Q&A session for each agenda item, the voting results will be announced to the meeting upon completion of the vote counting for such agenda item.
5. In voting, each shareholder shall have one vote per share. Each shareholder may cast a vote of either “Approve,” “Disapprove,” or “Abstain” for each agenda item, except for custodians who may split votes. In the event that a proxy form submitted to the Company contains votes marked in more than one box, or contains conflicting voting instructions, such votes shall be deemed an abstention.
6. Any shareholder having a special interest in any agenda item shall not be entitled to vote on such agenda item.
7. To cast a vote, shareholders shall select the relevant agenda item and click the “Vote” button. The voting screen will then display the options to vote “Approve,” “Disapprove,” or “Abstain.” Participants may cast their votes as desired. If participants wish to cancel their vote, they may click the “Cancel Vote” button. After the voting period is closed, participants may view the voting summary by clicking the “Voting Results” button.
8. In the event that a shareholder logs out of the meeting before voting on any agenda item is closed, such shareholder’s votes will not be counted as part of the quorum for that agenda item, and the votes will immediately be excluded from the remaining agenda items. However, leaving the meeting for any agenda item shall not prejudice the right of such shareholder or proxy to rejoin the meeting and vote on agenda items that have not yet been considered in the system.
9. Shareholders may amend or change their votes at any time before the voting for the relevant agenda item is closed in the system.
10. Once the voting period has been closed, shareholders may no longer cast or amend votes for that agenda item. The voting period for each agenda item shall be one minute, except for Agenda Item 5 regarding the election of directors in place of those retiring by rotation, for which the voting period shall be one minute per director.
11. In counting votes, the Company shall deduct votes cast as “Disapprove” and “Abstain” from the total number of votes of shareholders attending the meeting and entitled to vote. The remaining votes shall be deemed votes “Approve.”
12. For shareholders who have appointed proxies and submitted proxy forms with advance voting instructions, the Company shall include such votes together with the votes cast for each agenda item.

13. In the event that a shareholder or proxy represents multiple shareholders, the system will consolidate the names of all grantors under a single user account.
14. Vote counting shall be conducted as follows:
 - 14.1 Resolution for Agenda Item 2, being an agenda item for acknowledgment, shall not require voting.
 - 14.2 Resolutions for Agenda Items 1, 3, 4, 5, and 7 shall require approval by a majority vote of shareholders attending the meeting and casting their votes. The voting base shall be calculated by counting only votes cast as “Approve” or “Disapprove,” excluding abstentions.
 - 14.3 Resolution for Agenda Item 6 regarding the determination of directors’ remuneration for 2026 shall require approval by not less than two-thirds of the total votes of shareholders attending the meeting. The voting base shall include all votes cast as “Approve,” “Disapprove,” and “Abstain.”
 - 14.4 For Agenda Item 5 regarding the election of directors, shareholders are requested to vote for each nominated director on an individual basis.
15. In the event that shareholders encounter any issues in accessing the meeting system or voting system, shareholders may refer to the instructions provided together with the Notice of the Meeting or contact the Inventech Call Center at Tel. +66 (0)2-460-9226 or via Line Official Account: @inventechconnect.

During the meeting, if any shareholder or proxy wishes to express an opinion or raise a question, he or she is requested to introduce himself or herself to the meeting so that the Company’s staff may record the details in the minutes of the meeting. Shareholders are kindly requested to keep their comments and questions relevant to the agenda item under consideration and concise, in order to provide other shareholders with an opportunity to exercise their rights and to ensure that the meeting proceeds within the scheduled timeframe. If shareholders have questions unrelated to the agenda item being considered, they are requested to raise such questions during the final agenda item of the meeting. In addition, to ensure transparency and compliance with best practices for shareholders’ meetings of listed companies, the Company has invited a representative from Palakawong Law Office, Mr. Apirom Teeradej, to act as an independent witness in overseeing the vote counting process for this meeting. The Thai Investors Association has also appointed Ms. Usa Sumetlak as a volunteer shareholder rights protector to observe the meeting. Furthermore, shareholders attending the meeting who wish to raise any questions may do so either verbally or by submitting messages through the meeting system. Such questions will be recorded and presented to the Board of Directors during the meeting for further clarification and response. Afterward, the Chairman introduced the board members, executives, and the company’s auditors attending the meeting:

Thereafter, the Company Secretary introduced the directors, executives, and the Company’s auditors attending the meeting as follows:

1. Mr Pithep Chantarasereekul Chairman of the Board,
The Sustainable Corporate Governance Committee
2. Mr. Chaiwat Atsawintarangkun Chairman of the Audit Committee,
Chairman of the Nomination and Remuneration
Committee, Independent Director

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|--------------------------------|---|
| 3. Dr. Pahfun Chittmittrapap | Chairman of the Sustainable Corporate Governance Committee, Audit Committee, Independent Director |
| 4. Mr. Karoon Laoharatanun | Chairman of the Risk Management Committee, Audit Committee, Independent Director |
| 5. Dr. Eakapong Tungsrisinguan | The Sustainable Corporate Governance Committee, Independent Director |
| 6. Mr Pichit Chantarasereekul | Managing Director, Nomination and Remuneration Committee |
| 7. Miss Nannaphat Wannasomboon | Auditor |
| 8. Miss Pornpan Sattawatkul | Assistant Vice President |
| 9. Miss Siriporn Puthjoi | Accounting Department Manager |

Before commencing the meeting, the Chairman informed the meeting that all 6 directors of the Company were present at the meeting (representing 100% attendance of the Board of Directors). There were 8 shareholders attending the meeting electronically in person and 29 shareholders attending by proxy, totaling 37 attendees, representing an aggregate of 202,047,102 shares, equivalent to 80% of the Company's total issued shares. This constituted a quorum in accordance with the Company's Articles of Association, being more than one-third of the total issued shares of the Company. The Chairman then declared the meeting duly convened and proceeded to present the following agenda items for consideration by the meeting:

Agenda Item 1: Approval of the Minutes of the 2025 AGM

The Chairman proposed that the meeting acknowledge and certify the Minutes of the 2025 Annual General Meeting of Shareholders, the details of which had been provided to shareholders together with the Notice of the Meeting. The Chairman then requested the meeting to consider the matter.

The Chairman asked whether any shareholder had any questions or comments regarding this agenda item.

Board of Directors' Opinion:

The Board of Directors has considered and deemed that the Minutes of the 2025 Annual General Meeting of Shareholders, held on 23 April 2025, were accurately recorded. The Board therefore considered it appropriate to propose the Minutes to the shareholders' meeting for approval.

The Company Secretary then asked whether any shareholder had any questions or comments. No shareholder raised any additional questions.

Voting Requirement for Approval:

This agenda item required approval by a majority vote of the shareholders attending the meeting and casting their votes.

The meeting considered the matter and cast votes accordingly.
The Company Secretary announced the voting results.

Resolution:

The meeting resolved, by a majority vote, to certify the Minutes of the 2025 Annual General Meeting of Shareholders, with the following votes: Approved: 202,047,102 votes Disapproved: 0 votes Abstained: 133,300 votes

Agenda Item 2: Report on the Company's Performance for the Past Year

The Chairman proposed that the meeting acknowledge the Company's operating results for the past year and requested the Managing Director to present the Company's operating performance for the year, as detailed in the 2025 Annual Report previously delivered to shareholders, for the meeting's acknowledgment.

The Managing Director greeted the shareholders and took the opportunity to summarize the overall business performance during the past year as follows:

Overview of the Automotive Industry

New vehicle sales increased slightly from the previous year. And Electric vehicles ("EVs") gained greater popularity.

Challenges

- Economic conditions
- Declining purchasing power and household debt issues
- Increased competition from new automotive brands
- Changes in excise tax structure

Positive Factors

- Government stimulus measures
- Reduction in interest rates

Electric Vehicle Situation in Thailand

EV market share continued to increase.

- Intensifying price competition from a growing number of models and brands
- Rapid technological changes
- Financial institutions imposing stricter lending criteria for used EVs
- Government support through subsidies and tax incentives making EV prices more attractive than internal combustion engine vehicles
- Service center readiness remained limited, particularly with respect to spare parts availability and specialized technicians

Overview of the Long-Term Car Rental Industry

- Organizations increasingly preferred leasing over ownership.
- More customers opted for contract renewals rather than entering into new leases.
- Customers sought new rental service providers due to declining service quality from existing providers.

Vehicles at Contract Expiry

- Most operators incurred losses from the disposal of vehicles upon lease expiry.

Electric Vehicles

- Banks and government agencies increasingly leased EVs and HEVs in line with government policy.
- Hybrid electric vehicles ("HEVs") became more popular than EVs.

- Corporate customers increasingly leased EVs and HEVs in response to ESG policies and rising fuel prices.

Competition

- No significant new market entrants, while existing competitors had scaled down operations.
- Most competitors focused on price-cutting strategies and cost reduction, resulting in lower service quality.
- Major rental operators remained cautious in expanding EV fleets.

Overview of the Used Car Industry

- Financial institutions maintained strict lending policies.
- Vehicle inventory at auction yards began to decline.
- Selling prices increased for small and medium-sized passenger cars with low mileage and good condition.
- EVs affected demand in certain vehicle segments.
- Demand remained present, although many customers were unable to obtain financing approval.

Overview of Operating Results for 2025

- Total revenue growth: 20%
- Net profit growth: 76%
- Rental income: THB 1,313 million, decreased by 3%
- Revenue from vehicle sales: THB 1,133 million, increased by 68%
- Finance costs: THB 95 million, decreased by 10%
- Net profit: THB 169 million, increased by 76%

Vehicle Sales

- Year 2023: KCAR sold 1,450 vehicles and SURE sold 192 vehicles, totaling 1,642 vehicles.
- Year 2024: KCAR sold 1,426 vehicles and SURE sold 118 vehicles, totaling 1,544 vehicles.
- Year 2025: KCAR sold 2,989 vehicles and SURE sold 88 vehicles, totaling 3,057 vehicles.

2025 Highlights

- Maintained “A-Stable” credit rating from TRIS Rating
- Became a member of the Thai Private Sector Collective Action Against Corruption (CAC)
- Received an “Excellent” Corporate Governance Rating from the Thai Institute of Directors Association (IOD)
- Received the ESG DNA Certificate from the Stock Exchange of Thailand (SET)

Business Strategies for 2026

Vehicle Sales Management

- Expand sales teams and sales channels
- Upgrade sales approaches
- Increase marketing budget
- Focus on customers with strong purchasing power and good credit quality

Customer Management

- Increase the number of new customers
- Enhance customer services and relationships
- Implement appropriate credit measures in line with prevailing economic conditions

Cost Management

- Adopt new technologies
- Develop employee capabilities
- Improve asset utilization efficiency
- Collaborate with customers to reduce costs

Fleet Management

- Focus on major EV brands
- Select suitable customers for EV leasing and avoid heavy-duty usage
- Adjust residual value (“RV”) pricing of internal combustion engine vehicles to reflect market conditions

Board of Directors’ Opinion:

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

The Company Secretary then asked whether any shareholders had questions or comments.

Ms. Usa Sumetlak, a volunteer shareholder rights protector from the Thai Investors Association, asked how the Company planned to retain its existing customer base and maintain market share, beyond pricing strategies, amid the trend of automobile manufacturers increasingly entering the car rental business themselves.

The Company Secretary invited the Managing Director to respond to the question.

The Managing Director explained that, at present, only one automobile manufacturer had entered the car rental business directly, and such business mainly focused on individual customers rather than corporate clients. If manufacturers were to place greater emphasis on corporate customers, there could be some impact on the Company, although such impact was expected to be limited because servicing corporate customers involved extensive operational details and high service standards, which remained KCAR’s core strength. In addition, the Company emphasized close customer relationships, understanding customer needs, and working as a partner to customers. Importantly, automobile manufacturers could generally provide rental services only for their own brands, whereas KCAR was able to offer multiple vehicle brands, including both internal combustion engine vehicles and EVs.

The Company Secretary then asked whether any shareholders had further questions or comments.

As no further questions or comments were raised, the Chairman informed the meeting that this agenda item was for acknowledgment only; therefore, no voting was required.

Resolution:

The meeting acknowledged the Company’s operating results for the past year.

Agenda Item 3: Approval of the Financial Statements for the Year Ended December 31, 2025

The Chairman proposed to the Meeting to consider and approve the financial statements for the year ended 31 December 2025, which had been audited by the certified public auditor, and requested the Deputy Director of Accounting and Finance to present the details for consideration.

The Deputy Director of Accounting and Finance presented the financial statements for the year ended 31 December 2025, which had been audited by the certified public auditor, as detailed in the 2025 Annual Report for the Meeting’s acknowledgement and consideration.

Statement of Financial Position (Partial) as at 31 December 2025
(Unit: Million Baht)

Items	2024	2025	% Change
Total Assets	5,837	5,251	-10.0%
Total Liabilities	3,408	2,734	-19.8%
Shareholders' Equity	2,429	2,518	3.7%

Statement of Comprehensive Income (Partial) for the Year Ended 31 December 2025

Items	2024	2025	% Change
Rental Income	1,354	1,313	-3.0%
Revenue from Vehicle Sales	673	1,133	68.4%
Total Revenue	2,096	2,519	20.2%
Net Profit	96	169	75.9%
Earnings per Share (Baht/Share)	0.38	0.68	79.0%

Statement of Financial Position

As at 31 December 2025, the Company had total assets of Baht 5,251 million, decreasing by Baht 585 million or 10% from Baht 5,837 million as at 31 December 2024. The main reasons were the decrease in vehicles held for rental resulting from the expiration of lease contracts of major customers, the decrease in inventory from significant sales of used vehicles, and the receipt of a corporate income tax refund from the Revenue Department amounting to Baht 175 million, which was used to repay liabilities in order to reduce finance costs, resulting in lower finance costs accordingly.

The Company had total liabilities of Baht 2,734 million as at 31 December 2025, decreasing by Baht 674 million or 19.8% from Baht 3,408 million as at 31 December 2024. The decrease was mainly due to the repayment of debentures amounting to Baht 450 million upon maturity, without issuing new debentures to replace them.

The Company's shareholders' equity as at 31 December 2025 amounted to Baht 2,518 million, increasing by Baht 89 million or 3.7% from Baht 2,429 million as at 31 December 2024. The increase was attributable to net profit after dividend payment in 2025.

Statement of Comprehensive Income

For the year ended 31 December 2025, the Company reported rental income of Baht 1,313 million, decreasing by Baht 41 million or 3% compared to the same period of the previous year. The decrease was mainly due to the expiration of lease contracts of major customers, prudent customer selection for new lease contracts, and the adjustment of the rental fleet portfolio toward a higher proportion of electric vehicles amid rapid technological changes and price competition.

Meanwhile, the Company achieved significant growth in revenue from vehicle sales, amounting to Baht 1,133 million, increasing by Baht 460 million or 68.4% compared to the same period of the previous year. As a result, total revenue for the year ended 31 December 2025 amounted to Baht 2,519 million, increasing by Baht 423 million or 20.2% from the same period of the previous year.

The Company recorded a net profit of Baht 169 million for 2025, increasing by Baht 73 million or 75.9% from Baht 96 million in the previous year.

Basic earnings per share for 2025 amounted to Baht 0.68 per share, increasing from Baht 0.38 per share in the previous year.

Opinion of the Board of Directors

The Board of Directors considered it appropriate to propose to the Annual General Meeting of Shareholders for approval of the Company's consolidated financial statements for the year ended 31 December 2025, which had been audited by the certified public auditor, reviewed by the Audit Committee, and approved by the Board of Directors. Details of the financial statements are set out in the 2025 Annual Report, Part 3: Financial Statements, pages 186 to 204, which had already been delivered to shareholders together with the notice of the Meeting.

The Company Secretary asked whether any shareholders had questions or comments.

Ms. Usa Sumetlak, Volunteer Protector of Shareholders' Rights from the Thai Investors Association, asked how the Company prepared or maintained liquidity contingency plans in the event of interest rate volatility affecting financing costs for new vehicle procurement.

The Company Secretary invited Mr. Pichit, Managing Director, to respond to the question.

The Managing Director replied that cash flow management had always been one of the Company's strengths. The Company carefully forecasts investment requirements, rental income, proceeds from vehicle sales, and reserve levels. At present, financial institutions often ask when the Company would require additional facilities, reflecting confidence in the Company's liquidity position. Therefore, shareholders could be assured regarding liquidity, as the Company does not pursue aggressive growth. Regarding interest rates, the Company incorporates financing costs directly into cost calculations, including for new contracts, in order to mitigate future risks.

The Company Secretary then asked whether there were any further questions or comments. No further questions were raised by shareholders.

Voting Requirement:

This agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

The Meeting considered the matter and cast votes accordingly.

The Company Secretary announced the voting results.

Resolution

The Meeting resolved to approve the financial statements for the year ended 31 December 2025, which had been audited by the certified public auditor, by a unanimous vote of 202,180,402 votes in favor, 0 votes against, and 0 abstentions.

Agenda Item 4: Approval of Profit Allocation and Dividend Payment for the Year 2025

The Company Secretary informed the Meeting that the Company's dividend policy is to pay dividends to shareholders at a rate of not less than 50% of the Company's net profit after corporate income tax and legal reserves each year. Such payment shall depend on the Company's financial position, future business plans, liquidity, other necessities and

appropriateness of the Company and its subsidiaries, and shall comply with the conditions imposed by financial institutions.

For the accounting period ended 31 December 2025, the Company reported a net profit in the separate financial statements of Baht 165 million and had fully appropriated the legal reserve as required by law. The Board of Directors therefore proposed for consideration and approval the allocation of net profit as annual dividend payment for 2025 at the rate of Baht 0.33 per share, totaling Baht 82.5 million.

The Company had already paid an interim dividend for the 2025 operating results at the rate of Baht 0.19 per share, totaling Baht 47.5 million, on 11 September 2025. The remaining dividend of Baht 0.14 per share, totaling Baht 35 million, would be paid on 21 May 2026. Details appeared in the comparative table of historical dividend payments.

Comparison of Dividend Payments in the Previous Years:

	2023	2024	2025
The company's net profit (million baht)	187	92	165
Number of shares (million shares)	250	250	250
Total dividends paid per share (baht per share)	0.37	0.19	0.33
- Interim dividend	0.26	0.08	0.19
- Annual dividend	0.11	0.11	0.14
Total dividends paid and to be paid (million baht)	92.5	47.5	82.5
The ratio of dividend payout	50%	50%	50%

Opinion of the Board of Directors

The Board of Directors considered it appropriate to propose to the shareholders' meeting for approval of the allocation of profit and dividend payment for the 2025 operating results at the rate of Baht 0.33 per share, totaling Baht 82.5 million. The Company had already paid an interim dividend for the 2025 operating results at the rate of Baht 0.19 per share, totaling Baht 47.5 million, on 11 September 2025. The remaining dividend of Baht 0.14 per share, totaling Baht 35 million, would be paid on 21 May 2026. The Board therefore proposed that the shareholders' meeting on 24 April 2026 approve the allocation of profit and dividend payment for the 2025 operating results.

The Company Secretary asked whether any shareholders had questions or comments.

No shareholders raised any further questions.

Voting Requirement:

This agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

The Meeting considered the matter and cast votes accordingly.

The Company Secretary announced the voting results.

Resolution

The Meeting resolved, by a unanimous vote of 202,180,402 votes in favor, 0 votes against, and 0 abstentions, to re-elect Mr. Karoon Laoharattanan as a director for another term.

Agenda Item 5: Election of New Directors to Replace Retiring Directors and Determination of Director Remuneration

The Company Secretary informed the Meeting that, in order to promote good corporate governance and recognize the importance of shareholders, the Company has established a policy allowing shareholders to nominate qualified persons for consideration and election as directors in accordance with the criteria prescribed by the Company. The Company provided shareholders with the opportunity to propose director nominations through the Company's website from 17 November 2025 to 20 January 2026. Upon review, no shareholder had proposed any person for consideration as a director.

The Company Secretary further informed the Meeting that Agenda Item 5 should be separated into two sub-agenda items for ease of consideration. Pursuant to the Company's Articles of Association, one-third of the directors are required to retire by rotation at each Annual General Meeting. The directors retiring by rotation this year were:

Mr. Chaiwat Atsawintarangkun
Mr. Karoon Laoharatanun

The Nomination and Remuneration Committee, excluding the interested directors, had carefully and prudently considered the qualifications of each individual director. The consideration included qualifications such as knowledge, experience, diverse professional backgrounds and expertise directly relevant to the Company's business, leadership, broad vision, integrity and ethics, ability to express independent opinions, suitability for the position, and satisfactory performance of duties throughout their tenure as directors.

Opinion of the Board of Directors

The Board of Directors, excluding the interested directors, carefully and prudently considered the matter and approved the proposal of the Nomination and Remuneration Committee to propose to the Annual General Meeting of Shareholders the re-election of the two retiring directors named above to continue serving as directors for another term.

5.1 Mr. Chaiwat Atsawintarangkun

The profile of Mr. Chaiwat Atsawintarangkun appeared in Attachment 2 of the Notice of the Meeting, which had been delivered to shareholders in advance.

The Company Secretary asked whether any shareholders had questions or comments.

No shareholders raised any further questions.

Voting Requirement:

This agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

The Meeting considered the matter and cast votes accordingly.

The Company Secretary announced the voting results.

Resolution

The Meeting resolved, by a majority vote of 202,178,401 votes in favor, 1 vote against, and 2,000 abstentions, to re-elect Mr. Chaiwat Atsawintarangkun as a director for another term.

5.2 Mr. Karoon Laoharatanun

The profile of Mr. Karoon Laoharatanun appeared in Attachment 2 of the Notice of the Meeting, which had been delivered to shareholders in advance.

The Company Secretary asked whether any shareholders had questions or comments.
No shareholders raised any further questions.

Voting Requirement:

This agenda item required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

The Meeting considered the matter and cast votes accordingly.

The Company Secretary announced the voting results.

Resolution

The Meeting resolved, by a unanimous vote of 202,180,402 votes in favor, 0 votes against, and 0 abstentions, to re-elect Mr. Karoon Laoharatanun as a director for another term.

Agenda Item 6: Consideration of the Appropriateness of Director Remuneration for 2026

In determining the appropriateness of directors' remuneration, consideration was given to benchmarking against other listed companies in the same industry, as well as the Company's operating performance. The Board therefore deemed it appropriate to increase directors' remuneration, including meeting allowances and monthly remuneration, by 5%, within a total limit not exceeding Baht 5,000,000 (details as shown in the accompanying table/image).

Director Remuneration Details:

	2024	2025	2026	
Total Remuneration (Baht)	5,000,000	5,000,000	5,000,000	
Director Remuneration (Baht)	3,247,882	3,247,882	3,247,882	

The Board of Directors	Meeting allowance Unit: Baht per person per meeting		Retainer fee Unit: Baht per person per month	
	2025	2026	2025	2026
The Board of Directors				
- Chairman of the Committee	58,008.39	60,900.00	-	-
- Committee member	47,132.26	49,500.00	-	-
- Independent Director	26,368.13	27,700.00	26,368.13/ 32,960.20	27,700.00/ 34,600.00
Audit Committee				
- Chairman of the Committee	32,960.20	34,600.00	-	-
- Committee member	26,368.13	27,700.00	-	-
Nominating and Remunerating Committee				
- Chairman of the Committee	32,960.20	34,600.00	-	-
- Committee member	26,368.13	27,700.00	-	-
Sustainable Corporate Governance Committee				
- Chairman of the Committee	32,960.20	34,600.00	-	-
- Committee member	26,368.13	27,700.00	-	-
Risk Management Committee				
- Chairman of the Committee	32,960.20	34,600.00	-	-
- Committee member	26,368.13	27,700.00	-	-

Monetary remuneration Non-Monetary Remuneration and other Benefits - None- Board's Opinion:

The Board of Directors has considered the matter and deemed it appropriate to propose to the Annual General Meeting of Shareholders for approval of the directors' remuneration for the year 2026. The Board considered it appropriate to increase the directors' remuneration, namely the meeting allowance and monthly remuneration, by 5%, within a total amount not exceeding THB 5,000,000.

The Company Secretary asked whether any shareholders had questions or comments regarding this agenda item.

Voting Requirement:

The resolution for this agenda item must be approved by not less than two-thirds of the total votes of the shareholders attending the meeting and entitled to vote.

No shareholder raised any additional questions.

The meeting proceeded to consider and vote on the matter.

The Company Secretary announced the voting results.

Resolution:

After due consideration, the Meeting resolved with 202,047,102 votes in favor, 0 votes against, and 133,300 abstentions. Accordingly, the resolution was passed by not less than two-thirds of the total votes of the shareholders attending the meeting and entitled to vote, approving the increase of the directors' remuneration for the year 2026.

Agenda Item 7: Appointment of the Company's Auditor for the 2026 Fiscal Year and Determination of Audit Fees

The Company Secretary informed the Meeting that the Board of Directors agreed with the proposal of the Audit Committee to propose to the Annual General Meeting of Shareholders for consideration and approval the appointment of the auditors and the audit fee for the year 2026 as follows:

Ms. Nannapas Wannasomboon (Certified Public Accountant License No. 7793) and/or Ms. Nitinee Kittikhunapong (Certified Public Accountant License No. 8843) and/or Ms. Soraya Tintasuwan (Certified Public Accountant License No. 8658) and/or Mr. Peeradech Pongsethiersak (Certified Public Accountant License No. 4752) of Dharmniti Auditing Co., Ltd.

be appointed as the auditors of the Company for the accounting period ending December 31, 2026, with the audit fee fixed at THB 1,515,000 (One Million Five Hundred Fifteen Thousand Baht Only).

In this regard, the auditing firm and the auditors named above have no relationship or conflict of interest with Krungthai Car Rent and Lease Public Company Limited, its management, major shareholders, or related persons of such parties. This is the fourth year that the aforementioned auditors have served as the Company's auditors.

	2025	2026 (Proposed Year)
1. Audit and Review Fees for the Company	1,100,000	1,135,000
2. Audit and Review Fees for Subsidiary	378,000	378,000

	2025	2026 (Proposed Year)
3.Non- audit fee	No	No
4. Total audit fees of Krungthai Car Rent and Lease Public Company Limited and its subsidiary	1,478,000	1,478,000
	Increase 1.75%	Increase 2.5%

Board’s Opinion:

The Board of Directors agreed with the recommendation of the Audit Committee and resolved to propose to the Annual General Meeting of Shareholders for consideration and approval the appointment of the auditors and the determination of the audit fee for the year 2026 as proposed.

The Company Secretary asked whether any shareholders had questions or comments regarding this agenda item.

No shareholder raised any additional questions.

Voting Requirement:

The resolution for this agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

The meeting proceeded to consider and vote on the matter.

The Company Secretary announced the voting results.

Resolution:

After due consideration, the Meeting resolved with 202,180,402 votes in favor, 0 votes against, and 0 abstentions. Accordingly, the resolution was unanimously approved to appoint the auditors and approve the audit fee for the year 2026.

Agenda Item 8: Any Other Business

The Chairman informed the Meeting that all agenda items specified in the Notice of the Meeting had been completely considered. The Chairman then asked whether any shareholder wished to propose any other matters for consideration.

The Company Secretary informed the Meeting that there were two additional questions submitted in advance by shareholders, as follows:

Ms. Supitchaya Kajornchaikul asked whether customers were increasingly interested in leasing EV vehicles.

The Company Secretary invited Mr. Pichit, Managing Director, to clarify the matter.

The Managing Director explained that, this year, following the increase in fuel prices, interest in electric vehicles had increased to some extent. However, the segment that had grown significantly was hybrid vehicles, as EVs still faced certain limitations relating to energy usage and driving range.

Ms. Supitchaya Kajornchaikul further asked whether the Company had plans to expand its EV fleet.

The Company Secretary invited Mr. Pichit, Managing Director, to respond to the question.

The Managing Director explained that the Company did have plans to gradually expand its EV fleet; however, such expansion would be undertaken cautiously. The Company would focus primarily on leading brands and carefully select suitable customer groups. Certain customers interested in EVs may need to better understand that EVs are not suitable for heavy-duty usage, including considerations regarding battery warranty conditions.

The Company Secretary informed the Meeting that there were no additional matters proposed for consideration. As the Company had completed consideration of all agenda items, the Company Secretary invited the Chairman to formally close the Meeting.

The Chairman, on behalf of the Board of Directors, expressed appreciation to all shareholders and proxy holders for their valuable questions and comments, which would be taken into consideration by the Company. The Chairman also thanked all shareholders for taking the time to attend the Meeting and then declared the Meeting closed.

Meeting adjourned at 15:30 hours.

(Mr. Pithep Chantarasereekul)
The Chairman of the Board of
Directors

(Mr. Noppol Sakthong)
The Company Secretary