



S & J International Enterprises Public Company Limited

Notice on arrangement of The Annual General Meeting of Shareholders

No. 47

on Tuesday 28 April, 2026 at 4.00 p.m.

**At KingBridge Room, 4th Floor of KingBridge Tower No.989 Rama 3 Road,
Bang Pongpang, Yan Nawa, Bangkok 10120.**

Registration starts at 2.00 p.m.

**Please bring the Notice of Meeting (Registration Form with having Barcode)
for attending the meeting**

Notification of Personal Data Protection for the 47th General Meeting of Shareholders

S&J International Enterprises Public Company Limited (“the company”) places great emphasis on protecting personal information. Therefore, the company would like to inform you of how the company handles and protects your personal data in accordance with the law on personal data protection, as follows:

1. Collected, used or disclosed personal data

For the purposes of convening and attending the shareholders meeting, the company shall collect your personal data, which includes the personal data of proxy givers and/or proxies, namely name-surname, age, nationality, national identification number, passport number, securities holder registration number, address, phone number, email, signature, voice recording, still picture, moving picture, and other information deemed as personal data under law on personal data protection. Note that the company may collect your data from other sources, namely Thailand Securities Depository Co., Ltd., only as necessary with a means authorized by law.

In the event of identity verification and/or proxy, the company may receive sensitive personal information, such as religious information from an ID card. However, the company has no intention to collect such data. Therefore, the company asks the owner of the information to cover such data before submitting it to the company.

2. Objective of collection, usage, and disclosure of personal data

The company will collect, use, and disclose your personal data for the objective of the 47th General Meeting of Shareholders or for its legitimate interest of the company or other persons or juristic persons.

3. Duration of personal data retention

The company will retain your personal data for as long as necessary for the objective stated in this notification. Suitable measures for maintaining data security are in place. If the retention period cannot be spelled out, the company will retain the personal data for an expected period by the standard of data collection.

4. Your rights as a data subject

As the owner of personal data, you have the rights as stipulated in the Privacy Data Protection Act B.E. 2562, namely the rights to withdraw your consent, request access to the data, request data changes, request data deletion, request suspension of data use, request data transmission or transfer, file a petition, and object to data collection, use, or disclosure.

The exercise of aforementioned rights may be restricted under relevant laws and it may be necessary for the company to deny or not be able to carry out your requests, e.g. to comply with the laws or court orders, public tasks, your request in breach of rights or freedom of other persons, etc. The company will inform you of the reason for the refusal.

5. Disclosure of personal data to a third party

The company may be required to disclose personal data to other persons or juristic persons or regulatory authorities, who works in cooperation with the company for the compliance of the purposes as mentioned in this notification such as information technology’s service provider, regulators or government agencies or by the order of regulatory officials.

Additionally, the company may find it necessary to publicize your personal data when required by law or the corporate governance code, including the minutes of general meeting of shareholders.

6. Contact channels

For any queries or additional details about personal data protection, please contact :

The Working Group on Personal Data Protection

S&J International Enterprises Public Company Limited

549/2 Sathu Pradit Soi 41 , Chong Nonsi, Yan Nawa, Bangkok 10120 Thailand.

Telephone 0-2676-2727 Ext.3334, Email address : PDPA-SJI@snjinter.com.

April 3, 2026

Notice on arrangement of The Annual General Meeting of Shareholders No. 47

- Subject :** Invite to attend The Annual General Meeting of Shareholders No. 47
- To :** Dear Shareholders of S & J International Enterprises Public Company Limited
- Enclosures :**
1. Form 56-1 One Report for the year 2025 and Sustainable Development Report for the year 2025 in form of (QR Code) as presented on Notification of Meeting (Registration Form)
 2. Profile of the nominated persons to be directors in replacement of those who are retired by rotation.
 3. Definition of the "Independent directors".
 4. Information of Independent directors and Audit Committee Directors that company offers to be shareholders' proxy.
 5. Company's Articles of Association relating to the Annual General Meeting of Shareholders.
 6. Documents required prior to attending the meeting, practice rules of the meeting.
 7. Procedures for posting advance questions prior to the shareholders' meeting.
 8. Meeting Attendance Procedures for the Annual General Meeting of Shareholders
 9. Proxy Form B.
 10. Map for the Meeting Venue.
 11. QR Code Downloading Procedures for Form 56-1 One Report for the year 2025 and Sustainable Development Report for the year 2025.

The Board of Directors of the company has a resolution to arrange the Annual General Meeting of Shareholders No. 47 on Tuesday, April 28, 2026, at 4.00 p.m. in the form of a Physical meeting at KingBridge Room, 4th Floor of KingBridge Tower No.989 Rama 3 Road, Bang Pongpang, Yan Nawa, Bangkok 10120. For this meeting, the Company had given the opportunity to shareholders to propose agenda and nominate candidates to be elected as directors from November 15th, 2025 to December 30th, 2025. There was no any shareholder propose any agenda and nominate a candidate to be elected as the company's director. Therefore, the company has set meeting venue to consider the following agendas:

Agenda 1 **Acknowledgement of the annual reports of the Board of Directors and the Company performance in the year 2025.**

Fact and reason: Report of The Board of Directors and the operating results of the company in 2025 already provided in Form 56-1 One Report of 2025 in QR Code format was presented on the Notification of Meeting in accordance with requirements of the Securities Exchange Commission and the Stock Exchange of Thailand was submitted together with the notice of the General Meeting of Shareholders herewith enclosure No.1.

Comment of The Board: Such report should be submitted to The Meeting of Shareholders for acknowledgement.

Voting resolution: No voting required since this agenda is intended for acknowledgement purpose.

Agenda 2 Approval of The Financial Statements for the year ended December 31, 2025.

Fact and reason: Such Financial Statements were prepared in accordance with Financial Reporting Standards. The Financial Statements were audited and certified by a certified public accountant which the Audit Committee and the Board of Director already agreed with as follows:

(Unit : Million baht)

Descriptions	Consolidated financial statements	The separate financial statements
Total Assets	7,584	5,357
Total Liabilities	1,673	1,130
Shareholders' Equity	5,911	4,227
Revenues from sales	6,887	5,303
Profit Attributable to equity holders of the Company	442	316
Earnings per Share (Baht/share)	2.95	2.11

The details above are in the financial statements of Form 56-1 One Report for 2025 according to enclosure No.1.

Comment of The Board: Such financial report should be submitted to The Meeting of Shareholders for approval.

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

Agenda 3 Approval of the Appropriation of Profit and annual dividend payment.

Fact and reason: The company has a policy to pay dividends regularly to shareholders at the rate of 20-80% of net profit of the Company's separate financial statement (under the cost method). However, this rate principally depends on economic conditions and business performance of the company. For 2025, the company could achieve profit for the year in the separate financial statements of 315.73 Million Baht, and unappropriated retained earnings at the end of fiscal year of 3,024.41 Million baht.

The company has appropriated 10% of registered capital into statutory reserve as stipulated by law. No further reserve was required.

Comment of The Board: To propose to the shareholder's meeting, to approve profits appropriation and dividend payments to the shareholders at the rate of Baht 1.45 per share, totaling 217.40 Million baht, or 68.86% of net profit of the Company's separate financial statement comply with its dividend payment policy by payment from unappropriated retained earnings subject to 20% corporate income tax deduction which an individual shareholders can credit tax refund equal to dividend multiplied by 20/80 according to Revenue Code Section 47 bis.

The record date to determine names of shareholders who have rights to receive dividend payment will be on May 8, 2026 and to be paid on May 27, 2026. Details of dividend payment are as follows :

Details of Dividend Payment		2025	2024
1. Profit for the year	(Million Baht)	315.73	415.75
2. Number of share	(Million Shares)	149.93	149.93
3. Annual Dividend per share	(Baht / Shares)	1.45	1.50
4. Total dividend payment	(Million Baht)	217.40	224.90
5. Payout Ratio	(%)	68.86	54.10

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

Agenda 4 Appointment the election of directors in replacement of retiring directors

Fact and reason: According to the regulations of the company No.21, in every general meeting of shareholders, one-third of the directors must be retired on rotation basis. If not, it should be closed to one third and the retiring directors may be re-elected. In this general meeting of shareholders, 5 retiring directors are:

- | | | |
|------------------|--------------|--|
| 1. Mr.Thirasak | Vikitset | Managing Director
Chairman of the Executive Board
Director of the Nominating Committee and
Director of the Remuneration Committee |
| 2. Mrs.Teerada | Ambhanwong | Director |
| 3. Mr.Suthep | Dansiriviroj | Director and
Director of the Corporate Governance Committee |
| 4. Mr.Amorn | Asvanunt | Independent Director and
Chairman of the Audit Committee |
| 5. Mr.Anantachai | Yoonprathom | Independent Director and
Director of the Sustainability Committee |

The company had given the shareholders opportunity to nominate the candidates to be considered as company director to the shareholders' meeting for 2026 in advance, from November 15th, 2025 to December 30th, 2025. Nevertheless, there was no shareholder nominating a candidate to be considered as company director. For the said nomination, careful consideration were exercised by the Nominating Committee in selecting qualified candidates on an individual basis as the members of the Nominating Committee with interests did not vote to select themselves, in compliance with the existing company rules and criteria relating to such position consideration. Upon careful consideration of the candidates' qualifications in terms of Board Diversity and qualifications that were in accordance with the strategy of the company's business operation by using the analysis of skills, experience, knowledge and expertise of the board, or Board Skill Matrix, accompanied by good leadership, sound vision, good ethics and morality, and supported by good past performances record, either as company director or member of various sub-committees for the company so far, as well as the candidates did not possess any qualification restriction or forbidden aspect as specified in Article 68 of The Public Company Act B.E. 2535, and the requirement of The Securities and Exchange Commission.

The Nominating Committee unanimously resolved to recommend to The Board of Directors to nominate the above 5 of outgoing directors to re-elect these persons to serve another term as company directors.

Comment of the Board : The Board of Directors excluding those directors having possible conflict of interests, has paid careful consideration and qualifications of those persons being nominated as directors on an individual basis according to the criteria and process for the selection of directors. The persons nominated for the position of director were qualified to engage with the company's business. Their experiences and abilities benefited to the company. Moreover, persons nominated as independent directors of the company could express opinions independently and in accordance with the relevant rules. Accordingly, The Board of Directors resolved to endorse the proposal by The Nominating Committee, to nominate the 5 retiring directors to the shareholders' general meeting, for re-election to serve another term as directors as follows:

1. Mr.Thirasak Vikitset
2. Mrs.Teerada Ambhanwong
3. Mr.Suthep Dansiriviroj
4. Mr.Amorn Asvanunt
5. Mr.Anantachai Yoonprathom

In this regard, Mr. Amorn Asvanunt, an independent director, has served as the Board of Directors for 9 years, if included this term until expired, he shall hold the position more than 9 consecutive years. However, the Board of Directors considered that his qualification meets all legal qualifications for an independent director. Additionally, he possesses extensive knowledge and experience in fields required by the company, providing valuable advice throughout his tenure. He has performed his duties effectively and demonstrated the ability to express opinions independently.

Enclosed please find the profile of the persons being nominated as directors and the Definition for independent director complying with the requirements by The Capital Market Supervisory Board, whose details are displayed as per enclosure No.2 and enclosure No.3.

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

Agenda 5 **Approval of directors' remuneration.**

Fact and reason: According to the regulations of the company No.32, the company is not allowed to pay money or provide any property to the directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the directors of the company which exclude remuneration and benefits receive as company's employee. For 2025, the shareholders' meeting has earlier approved annual directors' remuneration budget limit not exceeding 20 million baht and assigned the Remuneration Committee to allocate remuneration on such budget amount.

For the year 2025, the Company has allocated a remuneration budget for directors serving on sub-committees, totaling THB 16,552,000, with details as follows:

Detail	Amount (Baht)
Annual remuneration for The Board of Directors	14,900,000
Meeting allowances for The Board of Directors	882,000
Meeting allowances for The Audit Committee	256,000
Meeting allowances for The Nominating Committee	74,000
Meeting allowances for The Remuneration Committee	65,000
Meeting allowances for The Risk Management Committee	196,000
Meeting allowances for The Sustainability Committee	67,000
Meeting allowances for The Corporate Governance Committee	112,000

Details of the criteria for the directors' remuneration were based on the consideration of The Board of Directors' performances, authority, duty, and responsibility scope, as well as the operating results and growth prospect for the company, the financial liquidity position, and such possible impacts on both the company and overall economic situation, together with performance of individual directors. Consideration was also given to the budget amount approved by the shareholders meeting, the remuneration payment amount for the previous year and the comparison with other companies in similar businesses.

For the year 2026, The Remuneration Committee has resolved to propose the remuneration budget for the directors not exceeding 20 million baht, according to remuneration details as follows :

1. Directors' Remuneration

	2026	2025
1. Annual remuneration	Paid to all directors, based on the consideration by The Remuneration Committee.	Paid to all directors, based on the consideration by The Remuneration Committee.
2. Meeting allowance (Paid to person attending the meeting.)		
- Chairman	12,000 Baht / time	12,000 Baht / time
- Director	10,000 Baht / time	10,000 Baht / time
3. Other remuneration and benefits	None	None

2. **Sub-committees' Remuneration** : Those committees consisted of The Audit Committee, The Nominating Committee, The Remuneration Committee, The Risk Management Committee, The Sustainability Committee, and The Corporate Governance Committee including any other subcommittees appointed by The Board of Directors as necessary and appropriated in the future. The remuneration is in form of meeting allowance which shall be paid to attending directors only. In case of there is a meeting more than 1 time in each month, the directors are accounted to receive the meeting allowance not exceeding 1 time, as follows :

	2026 (Baht/Time)		2025 (Baht/Time)	
	Chairman	Director	Chairman	Director
The Audit Committee	12,000	10,000	12,000	10,000
The Nomination Committee, The Remuneration Committee, The Risk Management Committee, The Sustainability Committee, The Corporate Governance Committee	10,000	9,000	10,000	9,000

Whereas above remuneration criteria need to receive the approval by The Board of Directors, and cannot exceed the budget amount approved by the shareholders' meeting.

Comment of The Board: The Board of Directors resolved to propose to the shareholders meeting to approve remuneration budget not exceeding Baht 20 million per year as proposed by the Remuneration committee since such remuneration was appropriate and reflected the director's authority, duty, and responsibility scope, as well as the company's operating results and business growth. Additionally, the remuneration was based on criteria comparable to other companies in the same business sector.

Voting resolution: A two-third majority votes by the shareholders present at the meeting are required to pass the resolution.

Agenda 6 Appointment of an auditor and fixing of the auditing fee.

Fact and reason: According to the regulations of the company No.49 and 50, the auditor shall not be a director, staff member employee or a person holding any office. An auditor shall be elected annually by the general shareholders meeting. A retiring auditor may be elected. In 2025, the meeting of shareholders appointed Ms.Sirirat Sricharoensup Certified Public Accountant License No.5419 and/or Mr.Termphong Opanaphan, Certified Public Accountant No. 4501 and/or Ms.Sineenad Jirachaikhueankhan, Certified Public Accountant License No. 6287 of EY Office Limited.

The Audit Committee considered the performance of the company auditors in the past year and was of the view that the auditors were considered to be knowledgeable and capable persons advocating good corporate practice principles, with understanding of the company's business and its subsidiaries, including independence in performing their duties, as well as fully qualified in accordance with the Company's Articles of Association, and the requirements of The Securities and Exchange Commission. Accordingly, The Audit Committee resolved to recommend to The Board of Directors to further propose to the shareholders' meeting for appointment of company auditors for year 2026 from EY Office Limited according to name list of auditors as follows :

1. Ms.Sirirat Sricharoensup Certified Public Accountant License No. 5419 and/or
(Audited the company's financial statements for 2 years, since 2024)
2. Ms.Kessirin Pinpuvadol Certified Public Accountant License No. 7325 and/or
(Never audit the company's financial statements)
3. Ms.Isaraporn Wisutthiyan Certified Public Accountant License No. 7480
(Never audit the company's financial statements)

However, the proposed auditors have no relationship or no interest with the Company / subsidiaries / executives / major shareholders or the related persons.

In addition, The Audit Committee considered the audit fees for year 2026 and had the opinion that the audit fees were appropriate to the scope of the audit. Accordingly, The Audit Committee resolved to recommend to The Board of Directors to further propose to the shareholders' meeting for approval of related audit remuneration budget, according to the details as follows :

Unit : Baht

Description	2026	2025	% 2026/2025
1. Review of interim financial statements (for three quarters)	855,000	825,000	3.6
2. Audit of the annual financial statements for the year ended December 30.	1,340,000	1,275,000	5.1
3. Review other auditor's working papers	180,000	90,000	100.0
4. Service fee for SAP S/4 HANA system development audit (one-time fee)	-	120,000	(100.0)
Total	2,375,000	2,310,000	2.8

In 2025, there was the audit fees for additional transaction of 200,000 Baht due to increase in investment in Osoth Inter Laboratories Co., Ltd., resulting a change of status from an associate to a subsidiary

The Company has paid compensation for other services (Non-Audit Fee) to EY Office Co., Ltd. and companies in the EY Office Co., Ltd. group, with the following details:

Unit : Baht

Description	2026	2025
Observation on destroying products	15,000 baht / time / person	15,000 baht / time / person
The fee for preparing Transfer Pricing Document	900,000*	810,000*

Remark : * In 2025, the said service fees were disbursed based on the expenses incurred in the completed work segment.

As for 2026, the aforementioned service fees are estimated figures.

The auditors for subsidiaries are the same as the Company's auditor, with the exception of the auditor of a foreign subsidiary which is a different audit firm. Nonetheless, the Board of Directors oversee that such subsidiary can prepare its financial statements within the required timeframe.

Comment of The Board : Agreed with Audit Committee to propose to the shareholders to appoint Ms.Sirirat Sricharoensup Certified Public Accountant License No. 5419 and/or Ms. Kessirin Pinpuvadol Certified Public Accountant License No. 7325 and/or Ms.Isaraporn Wisutthiyen Certified Public Accountant License No. 7480 of EY Office Limited to be our company's auditors in 2026 by considering their work, independent, audit fee and qualifications according to the Company's Articles of Association, Accounting professions council and the Securities and Exchange of Thailand, by appointing one of these auditors to audit and express an opinion on the company's financial statements and setting of audit fee according to propose.

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

Agenda 7 Other matters (if any)

The Board of Directors hereby invites the shareholders to attend the meeting according to the time, date and place specified above. The registration for meeting attendance shall be 2 hours prior to meeting commencement, starting from 2.00 p.m. onwards. To keep the benefits of shareholders, should you need the company to clarify any proposed meeting agenda, you may send your inquiry in advance. Please see additional details per enclosure No.7

For your convenience, if shareholders wish to appoint a person to attend and vote at the meeting on your behalf, please review the details of agenda items prior appointing a proxy, together with complete and duly execute proxy as attached herewith or per printed forms as format form of the Ministry of Commerce or alternatively you may download proxy form of which there are three Proxy Forms : Form A, Form B or Form C from www.snjinter.com. In case of foreign investors who appoint custodian in Thailand to be share keeper and safeguard may choose either proxy forms : Form A, Form B or Form C. For those who are not foreign investors who can only use either Form A or Form B. In addition, shareholders may appoint a director of Audit Committee as your proxy form and amongst the name of Audit Committee and their profile are provided in enclosure No.4. However, these shareholders will not be able to attend the meeting and cast their votes, as they have already appointed their proxy to a director of Audit Committee prior to the meeting (unless the shareholder cancels the appointment of the proxy).

All documents that have to be returned to the Company no less than one working day prior to the meeting in the case that shareholders wish to cancel the appointment of a proxy, they may notify the Company Secretary of the Board in writing by address to :

Mr. Sumit Khopaiboon (Company Secretary)
S & J International Enterprises Public Company Limited
549/2 Sathu Pradit Soi 41, Chong Nonsi, Yan Nawa, Bangkok 10120 Thailand

In order to facilitate the registration process at the Annual General Meeting, it is kindly requested that the shareholder and/or **the proxy bring the letter with having the barcode or Proxy Form with having the barcode**, as attached in enclosure No.1, together with the identification documents for meeting attendance per enclosure No.6, and present them to the registration staff on the date of the meeting.

By the order of the Board of Directors

Mr.Thirasak Vikitset
(Mr.Thirasak Vikitset)
Managing Director

Profile of directors to replace those retiring upon term completion (Agenda 4)

1. **Name** : Mr.Thirasak Vikitset**Age** : 74 years old**Nationality** : Thai**Education** :

- MBA. Clark University -Worcester, Massachusetts, U.S.A.
- B.S.Engineering - Worcester Polytechnic Institute, Massachusetts, U.S.A.

**Training Director Program** :

- Director Accreditation Program (DAP) class 3/2003
- Director Certification Program (DCP) class 68/2005

By Association of Thai Institute of Directors (IOD)

Type of directorship being nominated : Company director having been endorsed by the Nominating Committee**Position in the company** : Managing Director, Chairman of the Executive Board, Director of the Nominating Committee, and Director of the Remuneration Committee**Date of Appointment** : April 30, 1985**Number of years as director** : 41 years**Year in total until end of this tenure** : 44 years**Experience, Knowledge/Expertise** : Planning for business strategy, business development, human development to cope with market changing. Integrative marketing**Work experiences** :

Listed Company		Non-listed company	Director/Executive position in other company engaging in competitive / related businesses Number		
Number	Director / Executive position				
1 company	1996 – Present	- Director of Ratch Pathana Energy Plc.	12 companies	-	-

Company shareholding (personal/spouse/child under legal age) 2,728,957 shares = 1.82 %

Meeting attendance record in 2025 :

The General shareholders meeting	1/1	time
The Board of Directors' meeting	6/6	times
The Executive Board meeting	21/21	times
The Nominating Committee meeting	2/2	times
The Remuneration Committee	2/2	times

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

Criteria for the Nomination of Directors : The Board of Directors has considered the opinion of the Nominating Committee and concluded that Mr.Thirasak Vikitset possesses the expertise and experience in the business. Currently, he holds the positions of Managing Director, Chairman of the Executive Board, Director of the Nominating Committee, and Director of the Remuneration Committee and has continuously contributed to the development of various aspects for the company. Therefore, the Board deems it appropriate to propose to the shareholders to elect as the company's director.

Profile of directors to replace those retiring upon term completion (Agenda 4)

2. **Name** : Mrs.Teerada Ambhanwong
Age : 55 years old
Nationality : Thai
Education : Master of Marketing, Sasin School of Management



Training Director Program :

- Director Accreditation Program (DAP) class 3/2003
- Director Certification Program (DCP) class 51/2004
by Association of Thai Institute of Directors (IOD)

Type of directorship being nominated : Company director having been endorsed by the Nominating Committee

Position in the company : Director of the Board

Date of Appointment : April 26, 1998

Number of years as director : 28 years

Year in total until end of this tenure : 31 years

Experience, Knowledge/Expertise : Marketing, Brand Management, Product Business Development, Product development Distribution, a joint venture of International Trade, Fashion and Lifestyle Business.

Work experiences :

Listed Company			Non-listed company	Director/Executive position in other company engaging in competitive / related businesses Number	
Number	Director / Executive position				
3 companies	2021 – Present	- Director of Sun Vending Technology PLC.	10 Companies	2011- Present	- Director of International Laboratories Co.,Ltd.
	2008 – Present	- Managing Director of O.C.C. PLC.			
	1999 – Present	- Director of People's Garment PLC.			

Company shareholding (personal/spouse/child under legal age) 867,857 shares = 0.58 %

Meeting attendance record in 2025 : The General Shareholders meeting 1/1 time
The Board of Directors' meeting 6/6 times

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

Criteria for the Nomination of Directors : The Board of Directors has considered the opinion of the Nominating Committee and concluded that Mrs.Teerada Ambhanwong possesses the expertise and experience in the business. Currently, she holds the positions of Director of the Board, and has continuously contributed to the development of various aspects for the company. Therefore, the Board deems it appropriate to propose to the shareholders to elect as the company's director.

Profile of directors to replace those retiring upon term completion (Agenda 4)

3. Name : Mr.Suthep Dansiriviroj
Age : 77 years old
Nationality : Thai
Education : B.A. Accountancy (Honors), Thammasat University.



Training Director Program :

- Director Accreditation Program (DAP) class 32/2005
- Director Certification Program (DCP) class 60/2006
- Risk Management Committee Program (RMP) 5/2014

By Association of Thai Institute of Directors (IOD)

Type of directorship being nominated : Independent director being endorsed by the Nominating Committee and Board of Director that having independent.

Number of years as Independent director : None

Year in total until end of this tenure : 3 years

Position in the company : Director of the Board, and Director of the Corporate Governance Committee

Date of Appointment : April 22, 2014

Number of years as director : 12 years

Year in total until end of this tenure : 15 years

Experience, Knowledge/Expertise : Business administration, Accounting and Finance

Work experiences :

Listed Company		Non-listed company	Director/Executive position in other company engaging in competitive / related businesses Number	
Number	Director / Executive position			
1 company	2022-Present - Independence director / Chairman of Audit Committee NL Development PLC.	1 company	-	-

Additional qualifications required for independent director nomination

Characteristic of Conflict of interest	Nominated Independent Director Mr.Suthep Dansiriviroj
Company shareholding <ul style="list-style-type: none"> ● Number of Share ● % Holding of all voting right 	None None
Nature of relationship with company/ parent company/ affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years. <ol style="list-style-type: none"> 1. Being or not being executive directors, staff members, employees or advisers who earn salaries from Company. 2. Being or not being professional service providers (e.g., auditors, legal advisers). 3. Material business relationships, existent or not, with Company in such a way that may affect their independence (e.g. selling and buying of rawmaterials /goods/services or lending and borrowing money). If any, please specify the values of such transactions. 	No No No

Company shareholding (personal/spouse/child under legal age) : None

Meeting attendance record in 2025 : The General shareholders meeting 1/1 time
 The Board of Directors' meeting 6/6 times
 The Corporate Governance Committee meeting 4/4 times

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition.

Criteria for the Nomination of Directors : The Board of Directors has considered the opinion of the Nominating Committee and concluded that Mr.Suthep Dansiriviroj possesses the expertise and experience in the business. Currently, she holds the positions of Director of the Board, and Director of the Corporate Governance and has continuously contributed to the development of various aspects for the company. Therefore, the Board deems it appropriate to propose to the shareholders to elect as the company's director.

Profile of directors to replace those retiring upon term completion (Agenda 4)

4. Name : Mr.Amorn Asvanunt
Age : 77 years old
Nationality : Thai
Education :



- M.B.A Bowling Green State University, Ohio, U.S.A.
- B.A. Accountancy, Chulalongkorn University.
- Stanford-NUS Executive Program, Stanford University In conjunction with the National University of Singapore
- Changing Organizational Behavior Program, Wharton School, University of Pennsylvania, USA.

Training Director Program :

- Director Accreditation Program (DAP) class 4/2003
 By Association of Thai Institute of Directors (IOD)

Type of directorship being nominated : Independent director being endorsed by the Nominating Committee and Board of Director that having independent.

Position in the company : Independent Directors, Chairman of the Audit Committee

Date of Appointment : April 24, 2017

Number of years as director : 9 years

Year in total until end of this tenure : 12 years

Experience, Knowledge/Expertise : Accounting and Finance

Work experiences:

Listed Company			Non-listed company	Director/Executive position in other company engaging in competitive / related businesses Number	
Number	Director / Executive position				
-	-	-	1 company	-	-

Profile of directors to replace those retiring upon term completion (Agenda 4)

5. Name : Mr.Anantachai Yoonprathom
Age : 56 years old
Nationality : Thai
Education :



- Master of Faculty of Journalism and Mass Communication, Mass Communication Research, Thammasat University
- Bachelor of Faculty of Journalism and Mass Communication, Advertising, Thammasat University

Training Director Program :

- Director Accreditation Program (DAP) class 227/2025
By Association of Thai Institute of Directors (IOD)

Type of directorship being nominated : Independent director being endorsed by the Nominating Committee and Board of Director that having independent.

Position in the company : Independent Director, and Director of the Sustainability Committee

Date of Appointment : March 1, 2024

Number of years as director : 2 years

Year in total until end of this tenure : 5 years

Experience, Knowledge/Expertise : A specialist in designing and developing Corporate Social Responsibility (CSR) programs for sustainable development, providing consultancy on corporate sustainability and creating value-driven sustainability initiatives for listed companies, private firms, state enterprises, and charitable organizations.

Work experiences :

Listed Company		Non-listed company	Director/Executive position in other company engaging in competitive / related businesses Number		
Number	Director / Executive position				
1 company	2017-Present		-	-	-
		<ul style="list-style-type: none"> • Independent Director • Audit Committee Director • Corporate Governance Director • Nominating and Remuneration Director Fortune Parts Industry PCL.			

Additional qualifications required for independent director nomination

Characteristic of Conflict of interest	Nominated Independent Director Mr.Anantachai Yoonprathom
Company shareholding <ul style="list-style-type: none"> ● Number of Share ● % Holding of all voting right 	None None
Nature of relationship with company/ parent company/ affiliated and associated companies or juristic persons with potential conflicts of interest at present and during the past two years. <ol style="list-style-type: none"> 1. Being or not being executive directors, staff members, employees or advisers who earn salaries from Company. 2. Being or not being professional service providers (e.g., auditors, legal advisers). 3. Material business relationships, existent or not, with Company in such a way that may affect their independence (e.g. selling and buying of rawmaterials/goods/services or lending and borrowing money). If any, please specify the values of such transactions. 	No No No

Meeting attendance record in 2025 : The General Shareholders meeting 1/1 time
 The Board of Directors' meeting 6/6 times
 The Sustainability Committee meeting 2/4 times

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition.

Criteria for the Nomination of Directors : The Board of Directors has considered the opinion of the Nominating Committee and concluded that Mr.Anantachai Yoonprathom possesses the expertise and experience in the business. Currently, he holds the positions of Independent Director, and Director of the Sustainability Committee and has continuously contributed to the development of various aspects for the company. Therefore, the Board deems it appropriate to propose to the shareholders to elect as the company's director.

Definition of the Independent Directors

As in compliance with the rules and regulations of Capital Market Supervisory Board means the persons who

1. Do not hold more than 1% of total shares entitled to vote of the company, its parent company, subsidiary, affiliate, major shareholder or those who have authorities of the company. This includes shares held by any person related to a certain independent director.
2. Are not or have never been directors who have any role as executive officers, employees, staff, advisors who earn regular salary, or those who have authorities of the company, its parent company, subsidiary, affiliate, same-level subsidiary, major shareholder or of those who have authorities of the company. This excludes those who have quitted from the above-mentioned responsibilities for more than two years before the day they are nominated as independent directors and then the forbidden nature as mentioned not include in case. Who was the officials or advisors of Government who was the major shareholder or those who have authorities of the company.
3. Are not persons who have relations by consanguinity or by legalization as fathers, mothers, spouses, brothers or sisters, children, or spouses of children of the executive officers, major shareholders, those who have authorities, or persons who will be proposed as executive officers or those who have authorities of the company or subsidiary.
4. Do not have or have never had any business relations with the company, its parent company, subsidiary, affiliate, major shareholder or those who have authorities of the company in such a manner that it may be an obstacle for them to execute their independent discretion. In addition, they are not or have never been major shareholders, directors unless otherwise they are independent directors, or executive officers of any person who has a business relations with the company, its parent company, subsidiary, affiliate major shareholder or those who have authorities of the company who may have conflicts of interest except that they have quitted from the above-mentioned responsibilities for more than two years before the day they are nominated as independent directors.

Business relations as stated above includes trade transactions which are normally performed to run business on renting or letting real estate, transactions related to assets or services, or bail-out by receiving or giving loan, pledge, and collateral in addition to other acts similar to the above-mentioned which cause that requesters or partners of contract have a debt to pay to another party at the minimum of three percentage of net tangible assets or twenty million baht or more provided that which is less. The calculation of the debt is based on adaptation of the method of calculation of the related transactions in accordance with the Notification of The Capital Market Supervisory Board on "Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions". But to consider the aforementioned debt, any debt occurred during one year prior to the day that business relations with the same person has been done is also included.


5. Are not or have never been auditors of the company, its parent company, subsidiary, affiliate, major shareholder or those who have authorities of the company who may have conflicts of interest; as well as major shareholders, directors unless otherwise they are independent directors, executive officers or managing partners of the audit firms which are auditors of the company, its parent company, subsidiary, affiliate, major shareholder or those who have authorities of the company who may have conflicts of interest except that they quitted from the above-mentioned responsibilities for more than two years before the day they are nominated as independent directors.
6. Are not or have never been involved in any kind of professional jobs, in addition to legal advice or financial advice, with the remuneration as for the service fee at the amount of 2 million baht per annum from the company, its parent company, subsidiary, affiliate, major shareholder or those who have authorities of the company who may have conflicts of interest. It is also included if they are major shareholders, directors unless otherwise they are independent directors, executive directors, or managing partners of the juristic entities that provide them such kinds of professional services except that they quitted from the above-mentioned responsibilities for more than two years before the day they are nominated as independent directors.
7. Are not directors who are assigned to be representatives of the directors of the company, its major shareholders, or shareholders who have connection with the major shareholders of the company.
8. Do not have business that have a similar condition and compete with the affair of company or subsidiary, the significant partner in the partnership, Director participants managed, employees or officer, advisors receive a regular salary, holding more than one percent of all authorized shares of other companies which runs business that have a similar condition and competition to effect business of company or subsidiary.
9. Are not assigned with any kind of other responsibilities that shall be obstacles for them to give their independent opinions in regard to the business operations of the company.


If the Capital Market Supervisory Board issues a notification of any change in regard to qualification of independent directors, the independent directors of the company must possess all qualifications as stated in new issued notification entirely.


After being appointed as independent director having qualifications complying with the criteria under item 1 to 9, the independent director may then be assigned by The Board of Directors to participate in the decision-making procedures for the company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest on the condition that such decision must be a collective one.

All independent directors of the company were not engaged in business relationship or provided any professional service to the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest. Furthermore, they also did not serve as independent directors in its parent company, subsidiary, or same-level subsidiary.

Information of Independent directors and Audit Committee Director that company offer to be your proxy

1. Name	- Mr.Amorn Asvanunt	
Type of Director	- Independent director and Chairman of the Audit Committee	
Age	- 77 years old	
Nationality	- Thai	
Address	- 336 Soi Ladprao 84, Wang Thong Lang Sub-District, Wangthonglang District, Bangkok 10310	
Company shareholding	- None	
Interest on each agenda	- None	
Special interests are different from other directors in the agenda considered	- being vested special interests as Director in agenda 4 to consider the election of directors in replacement of those who are retired by rotation, as being retiring directors and is nominated to be the director of the Company for another term.	

2. Name	- POL.GEN.Somchai Prabhasabhakdi	
Type of Director	- Independent director and Audit Committee	
Age	- 83 years old	
Nationality	- Thai	
Address	- 44/57 Sukhumvit 71 Road , Khlong Tan Nue, Watthana, Bangkok, 10110	
Company shareholding	- None	
Interest on each agenda	- None	
Special interests are different from other directors in the agenda considered	- None	

3. Name	- Assist.Prof.Dr.Pongchai Athikomrattanakul	
Type of Director	- Independent director and Audit Committee	
Age	- 54 years old	
Nationality	- Thai	
Address	- 90/678 Mantana Thonburirom Village, Pracha Uthit Rd., Bang Khru, Phra Pradaeng, Samutprakan 10130	
Company shareholding	- None	
Interest on each agenda	- None	
Special interests are different from other directors in the agenda considered	- None	

The Articles of Association which related to General Meeting of Shareholders

OF

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED.

General Meeting of Shareholders.

Article 33 The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company. The shareholder meetings other than the said meeting shall be called extraordinary meetings. The Board of Directors may summon an extraordinary meeting of shareholders any time as it deems 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 subscribe their names in a written request directing the Board of Directors to summon an extraordinary meeting at any time but the reasons for summoning such meeting must be clearly stated in such a request. In this event, the Board of Directors must summon a shareholder meeting within forty-five (45) days as from the date of receipt of the request from the shareholders.

In case the Board of Director fails to arrange for the meeting within such period under paragraph four, the shareholders who have subscribed their names or other shareholders holding the required aggregate number 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 demand to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for necessary expenses 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 the shareholders under paragraph five, the number of the shareholders presented does not constitute quorum as specified in 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 calling a shareholders' meeting, the Board of Directors shall prepare a meeting invitation letter specifying the venue, date, time, agenda and matters to be presented to the meeting, together with reasonable details, clearly indicating that it is a matter to be presented for information, for approval or consideration, as the case may be, including the opinions of the Board on such matters and deliver it to shareholders and the Registrar not less than seven (7) days before the meeting date. The notice of the meeting must be advertised in newspapers or through electronic media in accordance with the criteria specified by the Registrar for three (3) consecutive days and not less than three (3) days before the meeting date.

The location of the meeting under paragraph one shall be in the area where the Company's head office is located or any other place in the Kingdom. In 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 the shareholder's meeting has the duty to control the meeting in accordance with the Company's Articles of Association related to meetings. In this regard, the meeting must be conducted in accordance with the order, rules, and agenda specified in the meeting notice, unless the meeting resolves to change the order of the agenda with a vote of not less two-thirds (2/3) of the number of shareholders present at the meeting.

When the meeting has completed its consideration of matters as per the first paragraph, shareholders whose shares total not less than one-third (1/3) of the total number of shares sold may ask the meeting to consider matters other than those specified in the meeting notice.

In the event that the meeting does not complete its consideration of matters in order of the agenda according to paragraph one, or does not complete consideration of matters raised by shareholders in accordance with paragraph two, as the case may be, and it is necessary to postpone consideration, the meeting shall determine the venue, date and time of the next meeting and the Board of Directors shall send a meeting invitation letter specifying such venue, date, time, and agenda to shareholders not less than seven (7) days before the meeting date, provided that the meeting invitation notice shall be advertised in the 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 before the meeting date.

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

Article 44 The affairs to be carried out by the annual general meeting are as follows:

1. Report of the operations of the Company in the previous year.
2. Approval of Balance Sheet and Statement of Income.
3. Appropriation of profits.
4. Election of new directors to replace retiring directors.
5. Appointment of auditor and fixing of auditing fee.
6. Other matters.

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 present 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 Dividend payment is divided according to the number of shares, each share equally.
Payment of dividends must be made within one (1) month from the date of the shareholders' meeting or the Board of Directors passed the resolution, as the case may be. The notice of dividend payment must be notified in writing to shareholders and also advertised in the 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 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 judgement 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 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 to the lower number of votes in 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 number of votes for the candidates in descending order 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 effected by drawing lots. In the subsequent years, the directors who has held office the longest shall retire.

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

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 in 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.

.....

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

Documents and evidence that the attendance must present before attending the meeting and regulation for the meeting.

The registration of the General Meeting of Shareholder No. 47 of S&J International Enterprises Public Company Limited will process with barcode system. For your convenience in registration, shareholders and authorized persons who will attend the meeting, **please bring Notification of Meeting with having barcode (Registration Form) on the meeting day.**

1. Documents of the attended person to be presented before attend the meeting

Ordinary Person

- (1) The shareholder who will attend the meeting by himself/herself is required to present an I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.
- (2) The shareholders have appointed an authorized person to attend the meeting,
 - 2.1 Please use the Proxy Form in printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A, or Form B and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.snjinter.com) and shall completely fill and sign of Grantor and Proxy.
 - 2.2 The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

Juristic Person

In case the shareholders have appointed an authorized person to attend the meeting.

- (1) Please use the Proxy Form in a printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A or Form B and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.snjinter.com) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by the authorized person to act for the juristic person and affix with the seal of the company (if any).
- (2) The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

The shareholders are the foreign investors and appoint the custodian in Thailand to keep and safeguard the shares

In care the shareholders have appointed an authorized person to attend the meeting.

- (1) Please use the Proxy Form in a printed form attached with the Notice of the meeting or the printed form specified by the Ministry of Commerce Form A, Form B or Form C and duly execute only one of three Proxy Forms, alternatively you may download from the company's website (www.snjinter.com) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by authorized person to act for the custodian. The evidences attached with Proxy Form are as follows:
 - 1.1 The power of attorney from shareholders assigned to custodian to sign in the Proxy Form.
 - 1.2 The Confirm Letter to show that the person who signs in the Proxy Form get the consent to do the custodian business.
- (2) The proxy is required to present I.D. Card or Government Officer Card or Passport to the officer for registration of attendance.

2 The regulations for the meeting

- 2.1 In the General Meeting of Shareholders, the shareholders have the rights to ask and recommend in every agenda.
- 2.2 Casting vote in every agenda is opened.
- 2.3 Casting vote is 1 share for 1 vote.

Procedures for posting advance questions prior to the shareholders' meeting

In accordance with the policy by The Board of Directors allowing shareholders to participate in corporate management by providing comments and suggestions, the company therefore allows shareholders the opportunity to post advance questions related to the meeting agenda, to the attention of The Board of Directors prior to the date of the 47th shareholders' meeting, by following the procedures as follows:

1. Identifying oneself with relevant information, and then posting question or suggestion

- ❖ By providing own name, address, contact telephone number, and e-mail address (if any), which can be contacted by the company.
- ❖ Posting question / comment for particular meeting agenda, together with and supporting information or document (if any).

2. Contact channels provided by the company

- ❖ By e-mail address : sumit_k@snjinter.com
- ❖ By registered mail to :

Mr.Sumit Khopaiboon (Company Secretary)
S & J International Enterprises Public Company Limited
549/2 Sathu Pradit Soi 41 Chong Nonsi, Yan Nawa, Bangkok 10120 Thailand

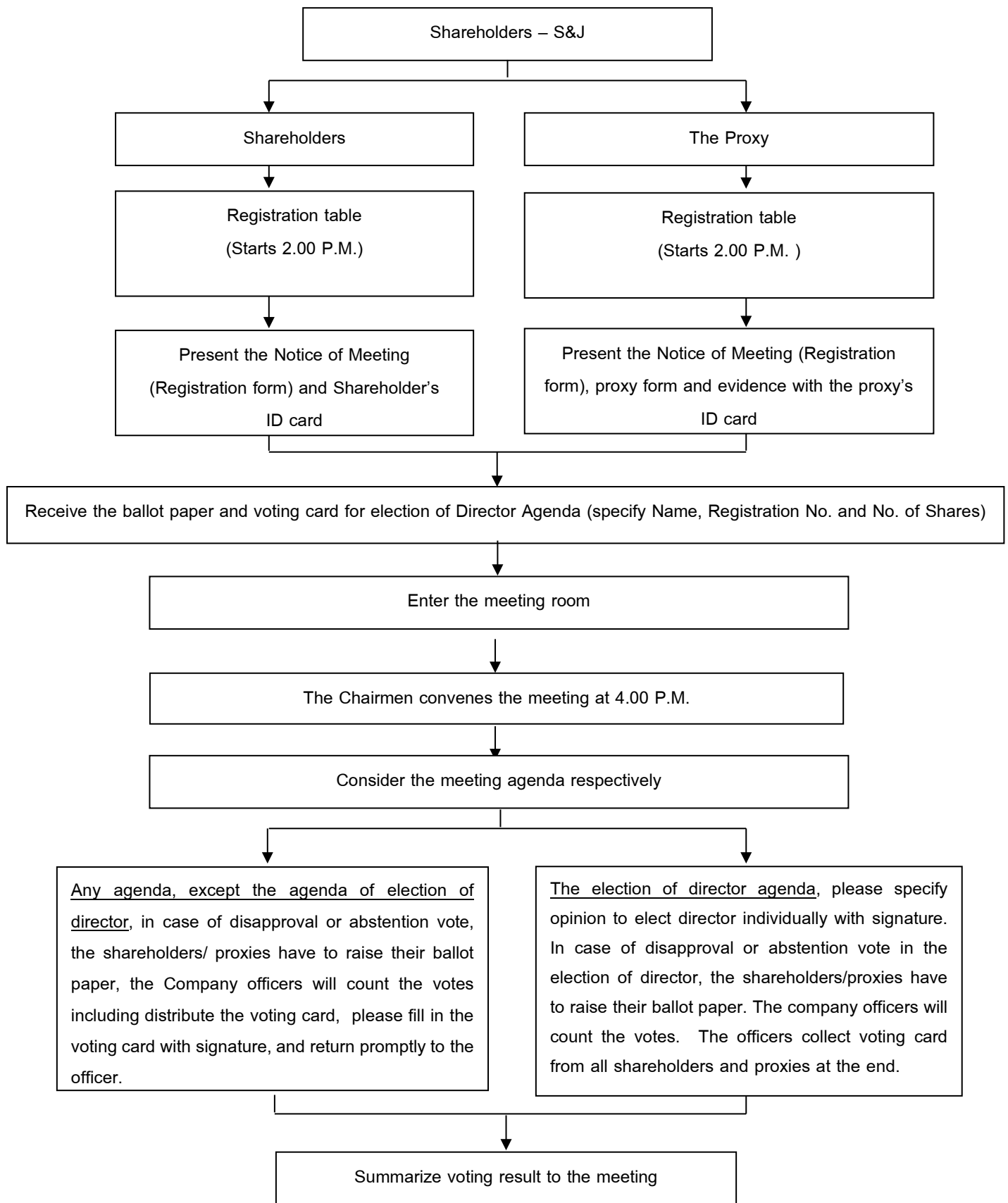
3. Question posting period

As the company allows shareholders to post questions related to the meeting agenda prior to the meeting date, the shareholders are requested to post advance questions to the company by Wednesday, April 22, 2026.

4. The Company Secretary shall collect the questions and pass them all to the Managing Director for considerations.
5. The company shall provide clarification in response to the advance questions posted by the shareholders at the shareholders' meeting.

**The process for the Annual Shareholder’s Meeting No. 47
S & J International Enterprises Public Company Limited**

Tuesday April 28, 2026



(Duty Stamp 20 Baht)

PROXY (FORM B)

Written at _____

Date ____ Month _____ Year _____

(1) I / We _____ Nationality _____
 With address at _____ Road _____ Sub-District _____
 District _____ Province _____ Postal Code _____

(2) being a shareholder of S & J International Enterprises Public Company Limited
 holding the total number of..... shares with the voting rights of..... votes
 as follows;

ordinary share..... shares with the voting rights of votes

preferred share..... shares with the voting rights of votes

(3) do hereby appoint either one of the following persons:

(Mr./Mrs./Miss) _____ Age ____ Years
 with address at _____ Road _____ Sub-District _____
 District _____ Province _____ Postal Code _____ or

_____ Pol.Gen Somchai Prabhasabhakdi _____ Age ____ 83 ____ Years
 with address at ____ 44/57 _____ Road ____ Sukhumvit 71 _____ Sub-District ____ Khlong Tan Nue _____
 District ____ Watthana _____ Province ____ Bangkok _____ Postal Code ____ 10110 _____ or

_____ Assist.Prof.Dr.Pongchai Athikomrattanukul _____ Age ____ 54 ____ Years
 with address at ____ 90/678 _____ Road ____ Pracha Uthit _____ Sub-District ____ Bang Khru _____
 District ____ Phra Pradaeng _____ Province ____ Samutprakan _____ Postal Code ____ 10130 _____

as only one of my / our proxy to attend and vote on my / our behalf at ~~the Share Subscription Meeting/~~ the Ordinary ~~the~~
~~Extraordinary~~ General Meeting of Shareholders No. 47th to be held on Tuesday April 28, 2026 at 4.00 p.m. at KingBridge
 room, 4th floor of KingBridge Tower No.989 Rama 3 Road, Bang Pongpang, Yan Nawa, Bangkok 10120 or at any adjournment
 thereof.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

Agenda 1 : Acknowledgement of the annual report of the Board of Directors and the Company performance in the year 2025.

Agenda 2 : Approval of the Financial Statement for the year ended December 31, 2025.

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve

Disapprove

Abstain

Agenda 3 : Approval of the Appropriation of Profit and annual dividend payment.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve Disapprove Abstain

Agenda 4 : Appointment the election of directors in replacement of retiring directors

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- To elect directors as a whole
- Approve Disapprove Abstain
- To elect each director individually
- Name of Director _____ Mr.Thirasak Vikitset _____
- Approve Disapprove Abstain
- Name of Director _____ Mrs.Teerada Ambhanwong _____
- Approve Disapprove Abstain
- Name of Director _____ Mr.Suthep Dansiriviroj _____
- Approve Disapprove Abstain
- Name of Director _____ Mr.Amorn Asvanunt _____
- Approve Disapprove Abstain
- Name of Director _____ Mr.Anantachai Yoonprathom _____
- Approve Disapprove Abstain

Agenda 5 : Approval of directors' remuneration.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve Disapprove Abstain

Agenda 6 : Appointment of an auditor and fixing of the auditing fee.

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve Disapprove Abstain

Agenda 7 : Other Businesses (If any)

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve Disapprove Abstain

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of mine as shareholders.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

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 respects except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed _____ Shareholder
()

Signed _____ Proxy
()

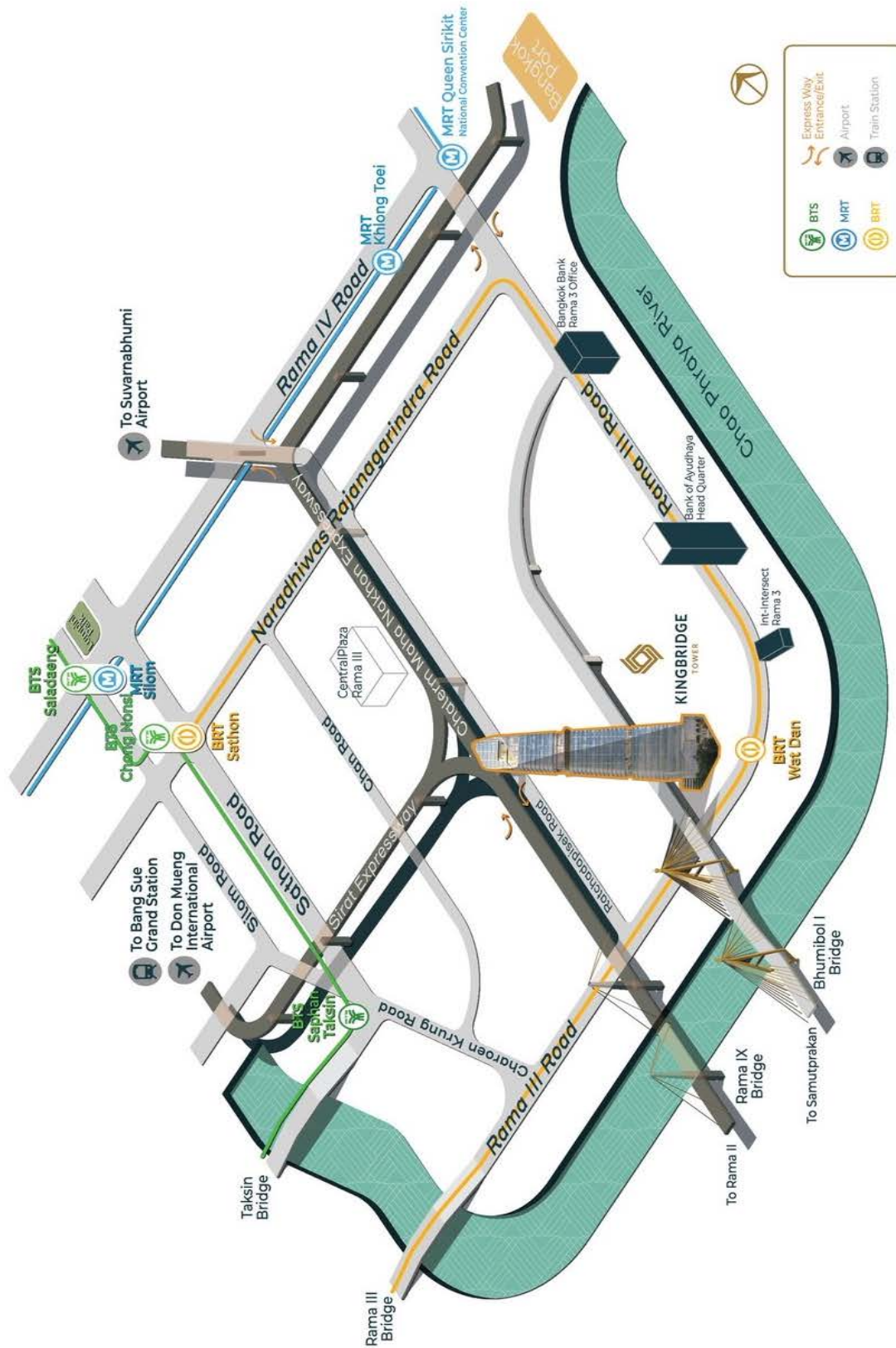
Signed _____ Proxy
()

Signed _____ Proxy
()

Remarks:

1. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. 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 as enclosed.

Map for the Meeting Venue.



QR Code Downloading Procedures for
Form 56-1 One Report 2025 and 2026 Annual General Meeting's Supporting Documents

Form 56-1 One Report 2025 and Notice on arrangement of the 2026 Annual General Meeting of Shareholders (Full Version) with its enclosures can be downloaded by shareholders in the form of QR Code which appear in the Notice of Meeting (Short Version) that was previously sent to the shareholders.

The Thailand Securities Depository Co., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows the Listed Companies to send to the shareholders documents regarding the General Meeting of Shareholders and the Annual Report in the form of E-books accessible through QR Code, thus allow the shareholders to access the information conveniently. Shareholders can download the aforementioned documents from the QR Code by following the steps below.

For iOS System

1. Turn on the mobile camera.
2. Focus the mobile camera to 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 : In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook or Line, etc.

For Android System

1. Open applications QR CODE READER, Facebook 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. Focus the mobile camera to QR Code to scan it.