

**Notice of the Annual General Meeting of Shareholders 2026**  
**Indigy Public Company Limited**

31 March 2026

Subject Invitation to the Annual General Meeting of Shareholders 2026

Dear Shareholders of Indigy Public Company Limited

- Attached
1. Form 56-1 One Report for the year 2025 in QR code format.
  2. Information on individuals nominated to fill the vacant positions on the board of directors.
  3. Information on nominated auditors for the year 2026.
  4. Information on independent directors proposed by the company as shareholders' proxies.
  5. Instructions regarding registration procedures, proxy authorization, require documents, and proof of attendance.
  6. Company regulations relating to shareholder meetings.
  7. Power of attorney forms: Form A, Form B, and Form C.
  8. Map of conference venue.

At the meeting of the Board of Directors of Indigy Public Company Limited ("the Company") No. 1/2026 held on February 25, 2026, it was resolved to hold the Annual General Meeting of Shareholders for 2026 on Wednesday, April 29, 2026 at 2:00 PM (registration begins at 12:30 PM) at the Double Dot 1st Floor, Promphan 2 Building, no. 1 Soi Ladprao 3, Chom Phon Sub-district, Chatuchak District, Bangkok 10900, to consider the following agenda items:

**Agenda 1: Acknowledged the company's performance report for the year ended 31 December 2025.**

**Purpose and reason:** The company's performance report for the year 2025 and other important information contained in the 56-1 One Report for 2025, which has been sent to shareholders via QR code along with this meeting invitation letter, are detailed in Attachment 1.

**Committee opinion:** It is deemed appropriate to propose to the Annual General Meeting of Shareholders that they acknowledge the company's operating results report for the year 2025.

**Votes for approval:** Since this is a report to shareholders, there will be no voting.

**Agenda 2: Consideration of financial statements for the year ended on December 31, 2025.**

**Purpose and reason:** In accordance with the Public Company Limited Act B.E. 2535 (1992), the Company has summarized its operating results for the year 2025 and prepared the Statement of Financial Position and Income Statement for the year ended the Company's accounting period. These statements have been audited by a certified public accountant. Details are provided in Form 56-1 One Report for the year 2025, which has been sent to shareholders along with this meeting invitation. The key points are summarized as follows

Unit: Million Baht

	2023	2024	2025
Total Assets	129.43	106.62	175.13
Total Debt	35.51	45.73	48.36
Shareholder's equity	93.93	60.89	126.77
Total income	113.96	125.77	120.77
Net profit (loss)	11.09	15.22	9.22
Earning (loss) per share	0.1665	0.2204	0.1189

**Committee opinion:** It is deemed appropriate to propose to the Annual General Meeting of Shareholders for approval the financial statements for the year ended December 31, 2025, which have been audited and certified by the auditors and reviewed by the Audit Committee.

**Votes for approval:** The resolution on this agenda item must be approved by a majority of the total number of votes cast by shareholders present and voting.

**Agenda 3: Consideration for approval of the dividend payment and the allocation of profits to legal reserves.**

**Propose and reason:** The Company has a policy to pay dividends at a rate of not less than 40.00 percent of its net profit after corporate income tax, based on the separate financial statements and after deducting all types of legal and statutory reserves as required by law and the Company. Such dividend payments shall not have any material adverse effect on the Company's normal operations. Furthermore, the Public Company Limited Act B.E. 2535 (1992) stipulates that the company's board of directors may pay interim dividends to shareholders from time to time. If the company makes a profit, this must be reported to the shareholders at the next meeting.

In considering the payment of dividends from the operating results in 2025, the Board of Directors considered the dividend payment from operating results, investment plans, future needs and appropriateness, as well as the allocation of a portion of funds for investment and to generate continuous returns for shareholders, in accordance with the company's dividend policy. Details of the profit allocation and dividend payment for the year 2025 are summarized as follows:

Dividend payment details	2023	2024	2025
1. Net profit (loss) according to the financial statements (million baht).	11.09	15.22	9.22
2. Unallocated retained earnings according to the financial statements (million baht)	90.63	24.85	9.40
3. Number of shares (million shares)	66.61	69.07	77.60
4. Dividends (Baht: Share)	-	1.4375	0.0735
5. Total dividends paid (million baht)	-	80.00	23.50
6. Net profit (loss) per share (Baht: share)	0.1665	0.2204	0.1189
7. Dividend/Net Profit Ratio	-	525.49	254.80

**Committee opinion:** It is deemed appropriate to propose to the Annual General Meeting of Shareholders for approval the payment of dividends for the fiscal year 2025 in the amount of 7.35 million baht, equivalent to 0.0735 baht per share. The dividend will be paid in cash and propose for approval the allocation of profits in the amount of 462,000 baht as a legal reserve. The record date for shareholders entitled to receive dividends is 12 March 2026, and the dividend payment date is set by 20 May 2026.

*However, the right to receive such dividends remains uncertain until approved at the 2026 Annual General Meeting of Shareholders.*

**Votes for approval:** The resolution on this agenda item must be approved by a majority vote of the total number of votes of the shareholders present and voting.

**Agenda 4: Consider approving the election of directors to replace those whose terms have expired.**

**Purpose and reason:** As per Section 71 of the Public Company Limited Act B.E. 2535 (1992) and Article 22 of the Company's Regulations, this must be discuss 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) equal parts, the number nearest to one-third (1/3) shall retire. For the first and second years following the registration of the Company, the directors to retire from office shall be determined by drawing lots. In subsequent years, the directors who have held office for the longest period shall retire. If, on any occasion, there are more directors who have served for an equal length of time than the number required to retire at that time, such directors shall retire by drawing lots. A director retiring by rotation may be re-elected.

In 2026, 3 out of 7 directors listed below will retire from their positions upon the expiration of their terms.

	Asst.Prof.Dr. Phusit	Wonglorsaichon	Chairman of the Board of Directors/Audit Committee/Chairman of the Risk Management Committee/Independent Director
2	Miss Lapasrada	Lertpanurot	Audit Committee/Chairman of the Nomination and Remuneration Committee/Independent Director

The company provided shareholders with the opportunity to nominate individuals they deemed qualified and free from disqualifying characteristics for consideration for election as directors, in accordance with the criteria disclosed on the company's website, from 1 December 2025 to 31 January 2026. However, no shareholders nominated any individuals for election as directors.

The Nomination Committee therefore considered and selected directors on an individual basis, in accordance with the criteria and methods for nominating individuals for election to the company's directors. The committee considered the suitability of the candidates to benefit the company's operations, along with the qualifications, knowledge, abilities, and experience of the directors to be selected, in order to achieve board diversity, aligning with the company's business strategy, utilizing a Board Skill Matrix to analyze the skills, experience, knowledge, and specialized expertise of the board members, including their past performance as directors of the company and sub-committees, as well as their qualifications and absence of any disqualifying characteristics as stipulated in Section 68 of the Public Company Limited Act B.E. 2535 (1992), and in accordance with the regulations of the Securities and Exchange Commission, it is deemed

appropriate to propose to the company's board of directors that they submit to the shareholders' meeting for consideration the re-election of the two directors whose terms have expired to serve another term.

**Committee opinion:** The Board of Directors, excluding those with conflicts of interest, has considered and approved the proposal of the Nomination Committee and deems it appropriate to propose to the shareholders' meeting for consideration the re-election of two directors whose terms have expired at this meeting to serve another term as directors of the company.

1	Asst.Prof.Dr. Phusit	Wonglorsaichon	Chairman of the Board of Directors/Audit Committee/Chairman of the Risk Management Committee/Independent Director
2	Miss Lapasrada	Lertpanurot	Audit Committee/Chairman of the Nomination and Remuneration Committee/Independent Director

**Votes for approval:** The resolution on this agenda item must be approved by a majority vote of the total number of votes of shareholders present and voting

**Agenda 4: Consideration and approval of the remuneration rates for directors and sub-committees for the year 2026.**

**Purpose and reason:** Section 90 of the Public Company Limited Act B.E. 2535 (1992) stipulates that "The payment of remuneration to directors shall be in accordance with a resolution of the shareholders' meeting, which consists of a vote of not less than two-thirds of the total votes of the shareholders present at the meeting," in line with the policy for determining directors' remuneration. The company will consider the appropriateness of the directors' compensation to the assigned duties and responsibilities, and its comparability to companies listed on the Stock Exchange of Thailand in similar industries and business sizes. The said directors' compensation will be sufficient to incentivize them to perform their duties effectively and achieve the company's business goals and direction through a transparent process, building confidence among shareholders.

**Committee opinion:** The Board of Directors reviewed the directors' remuneration for the year 2026 and approved it in accordance with the opinion of the Nomination and Remuneration Committee, which considered the company's directors' remuneration policy and compared it with companies listed on the Stock Exchange of Thailand or in similar industries and businesses of comparable size. Considering the company's business expansion and performance growth, it is deemed appropriate to propose to the shareholders' meeting for approval the annual remuneration rate for 2026, with the following details:

**1. Board meeting allowance:**

Position	Meeting Allowance (Baht/Person/Meeting)					
	Board of Director		Audit Committee		Sub-Committee	
	2026	2025	2026	2025	2026	2025
Chairman	25,000	25,000	20,000	20,000	20,000	20,000
Director	15,000	15,000	15,000	15,000	15,000	15,000

Remarks: The sub-committees include the Risk Management Committee and the Nomination and Remuneration Committee

**2. Other benefits**

year 2026 -none- year 2025 -none- year 2024 - none-

Provided that executive directors and non-executive directors who receive a monthly salary and remuneration from the Company shall not be entitled to any directors' meeting allowance or subcommittee meeting allowance. The payment of directors' remuneration as specified above shall take effect from the date of approval by the Annual General Meeting of Shareholders.

**Votes for approval:** The resolution on this agenda item must be approved by a vote of at least two-thirds of the total votes of the shareholders present and entitled to vote.

**Agenda 6: Consider and approve the appointment of auditors and determine their remuneration for the year 2026.**

**Purpose and reason:** According to the Public Company Limited Act B.E. 2535 (1992), Section 120 stipulates that the shareholders' meeting shall appoint and determine the remuneration of the company's auditors annually. The same auditor may be reappointed. Furthermore, Clause 58 of the Company's Articles of Association provides that: "The auditor may be a shareholder of the Company; however, he/she must not be a director, officer, employee, staff member, or hold any position or perform any duty whatsoever in the Company."

In selecting auditors for the year 2026, the Audit Committee considered and selected auditors from PRICEWATERHOUSECOOPERS ABAS LIMITED to serve as the company's auditor for the year 2026, and to ensure that the audit of the company is in accordance with the auditing standards of the same auditor, and for the benefit of preparing the financial statements of the company, it is deemed appropriate to propose the appointment of PRICEWATERHOUSECOOPERS ABAS LIMITED as the company's auditor. The proposed audit fee for the year 2026 is as follows:

Unit : Baht

Details	2025	2026	Increase/(Decrease)
audit fee	2,600,000	2,650,000	50,000
non-audit fee	Actual	Actual	-

Other service fees (non-audit fees) in 2026 (if any) will be determined based on the type and volume of work provided by PRICEWATERHOUSECOOPERS ABAS LIMITED

**Committee opinion:** The Board of Directors, in accordance with the Audit Committee's proposal, deems it appropriate to submit the following for approval at the 2026 Annual General Meeting of Shareholders:

1. Appoint the following auditors from PRICEWATERHOUSECOOPERS ABAS LIMITED as the Company's auditors for the year 2026. One of these auditors will conduct the audit and express an opinion on the Company's financial statements and sign the audit report. (Auditor profile details are in Attachment 3)

Auditors	Registration no.	Number of years of auditing a company
1. Miss Sinsiri Thangsombat or	7352	4 years (2022 - 2025)
2. Mr. Paiboon Tunkoon or	4298	The financial statements have never been signed.
3. Mr. Chanon Thavaranon	11314	The financial statements have never been signed.

The three auditors proposed above meet the qualifications stipulated by the Securities and Exchange Commission, are independent, and possess expertise in auditing.

PRICEWATERHOUSECOOPERS ABAS LIMITED and its auditors have no relationship or interest with the company/management/major shareholders or any related parties, and have not provided any consulting services to the company. Therefore, they are independent in their audit and opinion on the financial statements of the company.

2. Approval of the audit fee for the company's financial statements for the year 2026, within a limit of 2,65,000 baht, which is increased by 50,000 baht from the year 2025 as the Audit Committee considered this rate to be appropriate for the scope of work and responsibilities of the auditors at present.

**Votes for approval:** The resolution on this agenda item must be approved by a majority vote of the total number of votes of the shareholders present and voting.

**Agenda 7: To consider other matter (if any)**

The Company has set the record date for shareholders entitled to attend the 2026 Annual General Meeting on March 12, 2026. Therefore, we cordially invite all shareholders whose names appear on the aforementioned record date to attend the 2026 Annual General Meeting on April 29, 2026, at 2:00 PM, at the Double Dot Room, 1st Floor, Promphan 2 Building, No. 1 Soi Ladprao 3, Chom Phon Subdistrict, Chatuchak District, Bangkok 10900. (Registration begins at 12:30 PM).

In order to protect the rights and interests of shareholders in the event that a shareholder is unable to attend the meeting in person, please appoint another person to attend and vote on their behalf by using one of the proxy forms (as per Attachment 7), which includes either Power of Attorney Form A or Form B,

and Power of Attorney Form C only for foreign investors who appoint a custodian. If a shareholder wishes to authorize an independent director of the Company to attend the meeting and vote on their behalf, the shareholder may do so using either Proxy Form A or Form B, as per the information provided regarding the authorization of an independent director (Attachment 4). The company has facilitated the affixing of stamp duty on the proxy forms for this shareholders' meeting. Please submit your proxy forms to the company by April 22, 2026, to: Company Secretary Indigy Public Company Limited, No. 3 Promphan 3 Building 11<sup>th</sup> Floor room no. 1105 - 1110, Soi Ladprao 3, Chom Phon Subdistrict, Chatuchak District, Bangkok 10900.

Furthermore, shareholders are requested to review the instructions regarding registration procedures, proxy voting, documents, and evidence that attendees must present at the shareholder meeting (Attachment 5). The company will conduct the meeting in accordance with the regulations of Indigy Public Company Limited related to shareholder meetings (Attachment 6). The company has prepared a map of the meeting location for those who wish to attend in person (Attachment 8), which is attached to this invitation letter. Shareholders can also view the meeting notice and supporting documents on the company's website at <https://www.indigy.com/ir/> under the heading "Shareholder Information," subheading "Shareholder Meetings."

To ensure the smooth and efficient conduct of the 2026 Annual General Meeting of Shareholders, shareholders are requested to carefully review and follow the instructions provided. If any shareholder has questions, comments, or suggestions, please submit them in advance of the meeting to the Company Secretary at: Company Secretary Indigy Public Company Limited, No. 3 Promphan 3 Building 11th Floor room no. 1105 - 1110, Soi Ladprao 3, Chom Phon Subdistrict, Chatuchak District, Bangkok 10900, or via email [ir@indigy.com](mailto:ir@indigy.com) by clearly stating your full name. The deadline for submitting documents is April 22, 2026. The company will only answer questions received in advance, as well as questions asked on the day of the meeting, in the designated meeting room, regarding agenda items that will be voted on.

Best regards

Indigy Public Company Limited

- *signed* -

(Asst.Prof.Dr. Phusit Wonglorsaichon)  
Chairman of the Board of Directors