



Document for

The 2026 Annual General Meeting of Shareholders
BANGCHAK CORPORATION PUBLIC COMPANY LIMITED

Friday, April 10, 2026, at 13.30 hours

Electronic Meeting

The Electronic Meeting system will be available
at 11.30 hours.

Shareholders or proxy holders wishing to attend the meeting via an electronic device can submit a registration form in advance at this Web Browser <https://fort.inventech.co.th/BCP430984R/#/homepage> or scan the QR Code embedded aside from 08.30 hours on Tuesday, March 31 to April 10, 2026, until the meeting is adjourned



Download Document



Download Form 56-1 One



Notification

Personal Data Protection for 2026 Annual General Meeting of Shareholders

For the 2026 Annual General Meeting of Shareholders (“**2026 AGM**”) of Bangchak Corporation Public Company Limited (“**Bangchak**”) to align with the Personal Data Protection Act B.E. 2562 (2019) (PDPA Act), Bangchak declares the following for your information.

1. Collected personal data

Bangchak will be collecting your personal data, which includes the personal data of proxy granter and/or proxies, namely the first name, last name, address, phone numbers, photo, ID number, securities holder registration number, and data concerning electronics system users, including the Email and IP address for electronics (online) meetings. Note that Bangchak may collect your data from other sources, namely the securities registrar or Thailand Securities Depository Co., Ltd., only as necessary, with a means authorized by law.

Bangchak does not wish to collect sensitive data. Nevertheless, it may receive such data appearing in your ID or other documents, including your religious belief stated on your ID card. Therefore, Bangchak requests you to cover such data before sending it to Bangchak; if this cannot be done for whatever reason, Bangchak will collect such data as part of the data set needed by Bangchak strictly to process them for the objective concerning you. It will not compile these sensitive data.

Bangchak will be recording and broadcasting this meeting live for its lawful benefit and in the interests of shareholders and/or for publicizing the AGM through electronic media. Such videos and images may show AGM attendees.

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

Bangchak will collect, use, and disclose your personal data for the objective of the 2026 AGM or for its lawful benefit or for compliance with the law.

3. Storage period and security period of personal data

Bangchak will store your personal data for as long as necessary for the objective stated in this notification. Suitable and strict measures for maintaining data security are in place. If the storage period cannot be spelled out, Bangchak will store the data for an expected period by the standard of data collection, such as litigation limitation of up to 10 years.

4. Your right as personal data owner

As the data owner, you are entitled to personal data rights prescribed by the PDPA Act, 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.

5. Disclosure of personal data to other parties or agencies

Bangchak may find it necessary to disclose personal data to a party, company, or government agency that works with Bangchak under the objective stated in this notification only as necessary, including technological system service providers, regulators, government agencies, or as directed by the authority.

Bangchak may also find it necessary to publicized your personal data when called for by the law or the corporate governance code, including the AGM minutes.

For any queries or additional details about personal data protection, please contact Bangchak Corporation Public Company Limited, 2098 M Tower, 8th Floor, Sukhumvit Road, Phra Khanong Tai, Phra Khanong, Bangkok 10260.

Email: shareholder@bangchak.co.th.

- Unofficial Translation -

10000/020/2026

March 20, 2026

Subject : Invitation to the 2026 Annual General Meeting of Shareholders

Attention : Shareholders

- Enclosures :**
1. Annual Registration Statement / Annual Report 2025 (Form 56-1 One Report) via QR Code
 2. Biographies of the nominated persons for appointment as directors in replacement of the directors who retire by rotation;
 3. Biographies of the Proposed Auditors;
 4. Profiles of Independent Directors for proxy in the Annual General Meeting of Shareholders;
 5. The Company's Articles of Association with regard to Shareholders' Meetings;
 6. Proxy Form;
 7. Supporting Evidence Documents for attending the Meeting and proxy appointment via Electronic Device (E-Meeting);
 8. Guidelines for attending of Electronic Meeting (E-Meeting);
 9. Book Request Form

The Board of Directors' Meeting of Bangchak Corporation Public Company Limited (“**the Company**”) has resolved to approve the convening of the 2026 Annual General Meeting of Shareholders (the “**2026 AGM**”), on Friday, April 10, 2026, at 13.30 hrs. only via electronic devices (E-meeting) pursuant to the Emergency Decree on Electronic Meeting B.E. 2563, including the relevant laws and regulations to consider eight agenda items as follows:

Agenda 1 To acknowledge the Board of Directors' Report on the 2025 Performance Statement

Facts and Rationale: The Board of Directors' report on the 2025 performance statement appears in the Annual Registration Statement/Annual Report 2025 (Form 56-1 One Report), which has been distributed to the shareholders together with this Notice. Details thereof are provided in Enclosure 1.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose that the 2026 AGM to acknowledge the Board of Directors' report on the 2025 performance statement.

Vote Requirement: This agenda item is for acknowledgement only; therefore, no resolution will be passed on this matter.

Agenda 2 **To consider and approve the Audited Financial Statements for the year ended December 31, 2025**

Facts and Rationale: The Company's Audited Financial Statements for the year ended December 31, 2025, were audited by the auditor, and reviewed by the Company's Audit Committee. The auditor has expressed the opinion that the consolidated financial statements of the Company and its subsidiaries were presented fairly in all material respects, in accordance with financial reporting standards. Details thereof are provided in the Annual Registration Statement/Annual Report 2025 (Form 56-1 One Report) under the Financial Statements section, as appeared in Enclosure 1.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve the Company's Audited Financial statements for the year ended 31 December 2025, reviewed by the Audit Committee.

Vote Requirement: This agenda item shall require a majority vote of shareholders attending the meeting and casting a vote.

Agenda 3 **To consider and approve the allocation of profit for dividend payments for 2025 performance**

Facts and Rationale: The dividend payment of the Company is to pay out dividends to the shareholders at the rate of not less than 30 per cent of net profit after deduction of all specified reserves pursuant to the Company's Articles of Association and relevant laws and regulations. The dividend payment is subject to the economic situation, the Company's cash flow and the investment plans of the Company and its subsidiaries for each year, as well as other necessities, appropriateness and other relevant considerations as the Board of Directors deems appropriate.

Upon consideration of the Company's performance for the year 2025 and other relevant factors, the Company has approved dividend payment for the 2025 performance at the rate of THB 1.05 per share, totalling approximately THB 1,444 million. As the Company did not pay any interim dividend for the first half of 2025, the aforementioned dividend shall be deemed the full-year dividend for 2025. The proposed final dividend will be paid from unappropriated retained earnings, which are subject to a 20% corporate income tax, and individual shareholders are entitled to claim a tax credit equal to the product of the dividend and 20/80 under Section 47 bis of the Revenue Code.

This dividend payment is made in accordance with the Company's dividend payment policy. The Company has investment plans to support business expansion and to generate long-term returns for shareholders. A comparison of dividend payments over the past two years appears below.

Dividend Details	2025	2024
1. Net profit (Million Baht)	2,880	2,184
2. Number of shares (Million shares)	1,473	1,377
3. Profit per share (Baht per Share)	2.08	1.30
4. Dividend per share (Baht per Share)	1.05	1.05
• Interim dividend payment	-	0.60
• Dividend payment for the second half of the year	1.05	0.45
5. Total dividends payment (Million Baht)	1,546	1,444
6. Dividend payout ratio ^{1/} (Per cent)	54 ^{2/}	81

Remarks:

^{1/} Net profit after deducting interest payable for perpetual bonds worth THB 400 million in 2024.

^{2/} The dividend payout ratio for the year 2025 is 54 percent, calculated from the total annual dividend of THB 1,546 million divided by the net profit for the year of THB 2,880 million.

Opinion of the Board of Directors:

The Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve the allocation of profit on retained earnings for a final dividend payment of 2025 performance, at the rate of Baht 1.05 per share, totalling approximately Baht 1,546 million, with no interim dividend paid for the first-half-year operations of the year.

In this regard, the Record Date for determining shareholders entitled to receive the dividend shall be Wednesday, March 4, 2026, and the dividend payment date shall be Friday, April 24, 2026. However, the entitlement to receive such dividends remains uncertain, as it is still subject to approval by the shareholders' meeting.

Vote Requirement: This agenda item shall require a majority vote of shareholders attending the meeting and casting a vote.

Agenda 4 To consider and approve the election of Directors in replacement of the Directors who retire by rotation

Facts and Rationale: The Company's Articles of Association clause 21 provides that the Board of Directors shall consist of not more than 15 directors, and clause 23 provides that at every Annual General Meeting of Shareholders, one-third of directors (or the closest to one-third) shall retire, but these same directors are eligible for re-election.

At present, the Board of Directors consists of 15 directors. This year, 5 directors whose terms will expire are as follows:

- (1) Mr. Surin Chiravisit (Independent Director)
- (2) Maj.Gen. Yuttasak Raksereepitak (Independent Director)

- (3) Mr. Pairoj Kaweeyanun (Independent Director)
- (4) Mrs. Patricia Mongkhonvanit (Representative Director from the Ministry of Finance); and
- (5) Dr. Tomas Koch (Representative Director from Alpha)

For the nomination of directors, the Company invited shareholders to propose the names of qualified director candidates via the Stock Exchange of Thailand's channel and on the Company's website from September 1, 2025, to December 31, 2025. No nominations were received.

The Nomination and Remuneration Committee (NRC) has selected director candidates by considering a list of persons with high competency, experience, good career paths, leadership, vision, morality, ethics, a good attitude toward the Company, as well as adequate dedication of time to the Company's business. It also examined the list of the Thai Institute of Directors (IOD) Chartered Directors.

Taking board diversity into account, the Board Skills Matrix has been developed to identify the qualifications of director candidate(s) by assessing skill sets missing from the Board of Directors and other appropriate qualifications consistent with the Board composition and structure required for the Company's business strategies. The NRC has also considered the efficiency of retiring directors' performance and directors serving as directors for three (3) consecutive terms who are competent, performing their duties to the best of their ability and dedication, and constantly providing comments beneficial to the Company as well as its business continuity and in accordance with the Company's business strategies and the directors' experience. With respect to independent director candidate(s), the NRC has considered their required qualifications and the ability to express an independent opinion, as required by laws and regulations governing independent directors.

The NRC, excluding members of the NRC who may have conflict of interest, proposed that (1) Mr. Pairoj Kaweeyanun; (2) Mrs. Patricia Mongkhonvanit; be proposed for re-election as independent directors for another term; (3) Mr. Thammayot Srichuai; and (4) Dr. Seree Nonthasoot be elected in place of Mr. Surin Chiravisit and Maj. Gen. Yuttasak Raksereepitak, the retiring independent director, as well as (5) Mr. Phanong Loykulnanta, are proposed for election as directors in replacement of Dr Tomas Koch, who retires by rotation. The Biographies of the five director candidates are provided in Enclosure 2.

Opinion of the Board of Directors: Upon consideration pursuant to the nomination process as specified by the Company and the NRC's opinion, the Board of Directors, excluding the directors who have a conflict of interest, is of the opinion that all candidates possess qualifications pursuant to relevant regulations and are suitable for the Company's business operations. Thus, the following be proposed to the shareholders for their approval at the 2025 AGM: the re-election of (1) Mr. Pairoj Kaweeyanun; (2) Mrs. Patricia Mongkhonvanit as

independent directors for another term; the election of (3) Mr. Thammayot Srichuai; and (4) Dr. Seree Nonthasoot as the independent directors in placement of Mr. Surin Chiravisit and Maj. Gen. Yuttasak Raksereepitak as well as the election of Mr. Phantong Loykulnanta as director in replacement of Dr. Tomas Koch who retire by rotation.

Vote Requirement: This agenda item shall require a majority vote of shareholders attending the meeting and casting a vote, and the persons who are elected to be directors will be those who receive the highest number of votes, in descending order, according to the number of directors who are to be elected.

Agenda 5 **To consider and determine the directors' remuneration**

Facts and Rationale: The Public Limited Companies Act B.E. 2535, Section 90 provides that “the remuneration payment for directors requires approval from the shareholders and the resolution shall be supported by a vote of not less than two-thirds of the total number of shareholders present at the meeting”.

According to the directors' remuneration policy, the Company will take into consideration the appropriateness of duties and responsibilities as assigned and compared with those of listed companies on the SET with a similar industry and business size. The remuneration for the Directors is sufficient to attract directors to work with quality meeting the objectives and business direction as determined by the Company through transparent procedures, giving confidence to the shareholders. In addition, the Company has provided other essential business expenses to directors while in their positions to ease their business performance. The directors' other essential business expenses and remuneration for 2024 is detailed in the Annual Registration Statement / Annual Report 2025 (Form 56-1 One Report) under “Highlights of Corporate Governance” section which is attached to this Notice (Enclosure 1).

The NRC reviewed directors' remuneration for 2026 based on the Company's remuneration policy against the average compensation of listed companies according to a survey of compensation rates of listed companies' directors of IOD in addition to the additional roles and responsibilities, expanding investment and the performance of the Company. The NRC proposed that directors' remuneration remains at the same level as those in year 2025 as set out below.

1. **Monthly Remuneration and Meeting Allowance (Same as 2025)**

The Directors' Remuneration	Monthly Remuneration (Baht/person)	Meeting Allowance (Baht/person/time) (Only for attending directors)
The Board of Directors	45,000	45,000
The Sub-Committees		
1. The Audit Committee	20,000	25,000
2. Other Sub-Committees currently in place and that may be appointed by the Board as deemed necessary and appropriate in the future	-	25,000

In this connection, the Chairman of the Board of Directors and the Chairman of the Sub-Committees shall receive monthly remuneration and meeting allowances higher than other members by 25 per cent, whilst the Vice Chairman of the Board of Directors shall receive monthly remuneration and meeting allowances higher than other members by 12.5 per cent. The Chairman of the Board of Directors and the Chairman of the Sub-Committees shall receive monthly remuneration and meeting allowances higher than those of members by 25 per cent, whilst the Vice Chairman of the Board of Directors shall receive monthly remuneration and meeting allowances higher than those of members by 12.5 per cent respectively.

2. **Bonus (same as 2025)**

0.75 percent of the net profit, but not exceeding 3,000,000 Baht year per director. The calculated amounts are to reflect individual periods of service. Moreover, the Chairman and Vice Chairman shall receive the bonus higher than those of members by 25 percent and 12.5 percent respectively.

3. **Other Remunerations (same as 2025)**

Group health insurance: in-patient (IPD) and out-patient (OPD) with an annual premium not over THB 50,000 (excluding VAT) per director.

Opinion of the Board of Directors: Upon consideration of the opinion of the NRC, the Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve the determination of the Directors' Remuneration for the year 2026, as proposed.

Vote Requirement: This agenda item shall require a vote of not less than two-thirds of the total number of shareholders present at the meeting.

Agenda 6 **To consider and approve the appointment of the Company’s auditors and the determination of their remuneration**

Facts and Rationale: The Public Limited Companies Act B.E. 2535, Section 120 provides that “The Annual General Meeting shall appoint and determine the auditing fee of the company every year. In appointing the auditor, the former auditor(s) may be re-appointed.”

In its selection of the external auditor for 2026 , the Audit Committee has considered performance, experience, personnel readiness, acceptable audit standards, and the proposed audit fees. The Audit Committee proposed the following persons:

1. Mr. Sakda Kaothanthong, Certified Public Accountant Registration No.4628
(with 6 years of the Company’s audit experience in 2020-2025) or
2. Mr. Waiyawat Kosamarnchaiyakij, Certified Public Accountant Registration No.6333
(with 2 years of the Company’s audit experience in 2018-2019) or
3. Mr. Natthaphong Tantichattanon, Certified Public Accountant Registration No.8829
(with 2 years of the Company’s audit experience in 2016-2017) or
4. Mr. Yuthapong Soontarinka, Certified Public Accountant Registration No. 10604
(with - year of the Company’s audit experience)

of KPMG Phoomchai Audit Ltd. be appointed as the 2026 auditor, and the audit fee be set at THB 2,865,000. The biographies of the proposed auditors are detailed in Enclosure 3.

A comparison of the auditor’s remuneration for the previous year is set out below.

Auditor’s Remuneration	2026	2025
Audit Fee	THB 2,865,000	THB 2,265,000

Remark: Other service fees (Non-Audit Fee) for the year 2025 in the amount of THB 1,500,000.

KPMG Phoomchai Audit Ltd. has served as the Company’s appointed auditor from 2009 to 2024, a total of 17 years.

KPMG Phoomchai Audit Ltd. and its overseas branches served as the Company’s external auditors (direct and indirect) for its 50 subsidiaries in 2025. Some subsidiaries engaged auditors from other offices. The appointment of external auditors is primarily determined by the quality of audit services and audit fees. The Board of Directors ensures that the financial statements are prepared in a timely manner, except for overseas subsidiaries that are not required by law to have audited financial statements.

In this regard, KPMG Phoomchai Audit Ltd. has no relationship or conflicts of interest with the Company, its subsidiaries, the management, major shareholders, or any related persons.

Opinion of the Board of Directors: Upon consideration of the Audit Committee, the Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve the appointment of Mr. Sakda Kaothanthong, Certified Public Accountant Registration No. 4628 or Mr. Waiyawat Kosamarnchaiyakij, Certified Public Accountant Registration No. 6333 or Mr. Natthaphong Tantichattanon, Certified Public Accountant Registration No. 8829 or Mr. Yuthapong Soontarinka, Certified Public Accountant Registration No. 10604 of KPMG Phoomchai Audit Ltd. as the Company’s Auditor for the year 2026, and the determination of the auditor’s remuneration for the year 2026 of Baht 2,865,000, which was reviewed by the Audit Committee.

Vote Requirement: This agenda item shall require a majority vote of shareholders attending the meeting and casting a vote.

Agenda 7 To consider and approve the Amendment to the Company’s Articles of Association.

Facts and Rationale: In order to ensure that the Company’s Articles of Association were aligned with international standards applicable to companies engaging in transactions with U.S. Persons, it is necessary to implement measures demonstrating that the Company is not controlled by persons involved in money laundering offences or subject to sanctions. Such circumstances could otherwise result in U.S. persons suspending transactions with the Company. Establishing provisions regarding the qualifications of directors to preclude individuals associated with money laundering offenses or sanctions from serving as directors of the Company constitutes an appropriate measure to address such risks.

Therefore, the Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve an amendment to Article 24 of the Company’s Articles of Association by adding additional grounds for the termination of directorship under Article 24 (6), (7), and (8), as follows:

The Current Articles of Association	The Proposed Amendment
Clause 24. Apart from retirement upon expiration of the term of office, a director shall vacate office upon: <ul style="list-style-type: none"> (1) death; (2) resignation; (3) lacks the requisite qualifications or possesses prohibited characteristics under the law governing public limited companies and the law governing securities and exchange; 	Clause 24. Apart from retirement upon expiration of the term of office, a director shall vacate office upon: <ul style="list-style-type: none"> (1) death; (2) resignation; (3) lacks the requisite qualifications or possesses prohibited characteristics under the law governing public limited companies and the law governing securities and exchange;

The Current Articles of Association	The Proposed Amendment
<p>(4) removal by a resolution of the shareholders' meeting as specified in Clause 25;</p> <p>(5) removal by a court order.</p>	<p>(4) removal by a resolution of the shareholders' meeting as specified in Clause 25;</p> <p>(5) removal by a court order.</p> <p>(6) <u>Being accused by a governmental authority or being subject to an order of seizure or attachment of assets under the law on anti-money laundering, upon acknowledgment by the Board of Directors meeting.</u></p> <p>(7) <u>Being subject to suspension or restriction of transactions (Sanction) imposed by governmental authorities of the United States of America, the United Kingdom, and the Republic of Singapore, the United Nations, the European Union, and countries that are members of the Organization for Economic Co-operation and Development (OECD), upon acknowledgment by the Board of Directors meeting.</u></p> <p>(8) <u>Being a director or representative of a juristic person that, or at the time, is accused or subject to an order of seizure or attachment of assets under the anti-money laundering law pursuant to Article 24 (6), or is subject to suspension or restriction of transactions pursuant to Article 24 (7), upon acknowledgment by the Board of Directors meeting.</u></p>

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose that the 2026 AGM to consider and approve the amendment of the Company's Articles of Association as proposed.

Vote Requirement: This agenda item shall require not less than three-fourths of the total votes of shareholders attending the meeting and eligible to casting a vote, excluding the vote of shareholders who have a special interest, namely the shareholders of the Company whose names are as follows:

List of Shareholders ⁽¹⁾	Number of shares	Percentage of the total of the Company's issued shares
Alpha Chartered Energy Co., Ltd.	247,758,900	16.824

Note: (1) Shareholder information as of the record date for determining the shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) falls on March 4, 2026 [To be confirmed]

Agenda 8 Other Business (if any)

In this regard, the Company determined the names of the shareholders who will be entitled to attend the 2026 AGM and to receive the dividend on Wednesday, March 4, 2026. The Company has disclosed the invitation to the 2026 AGM, together with its relevant documents, on the Company's website (www.bangchak.co.th : Menu > Investor Relations > Shareholder Information > Annual General Meeting).

Shareholders wishing to either attend the 2026 AGM via Electronic Meeting by themselves or grant proxies to those of legal age to vote on their behalf may submit the request form through the Electronic Registration Channel according to the prescribed procedure set out in Enclosure 8. The Electronic Registration Channel for submitting request form will be available from March 31, 2026, until the end of the Meeting on April 10, 2026.

For shareholders who wish to grant proxy to the Company's independent directors, the request form may be submitted through Electronic Registration Channel according to the prescribed procedure. Please refer to the instructions for attending the meeting provided in Enclosure 8 or submit the executed proxy together with the required supporting documents to Bangchak Corporation Public Company Limited, the Secretary to the Board of Directors Division, No. 2098 M Tower Building, Sukhumvit Road, Phra Khanong Tai, Phra Khanong, Bangkok 10260, no later than April 9, 2026 at 17.00 hrs.

For the purpose of maximizing the benefits of the Meeting and preserving shareholders' rights, shareholders who wish to submit questions in advance with respect to any agenda item to be considered at this Meeting, may send their questions to the Company, via e-mail at shareholder@bangchak.co.th, or by telephone at: 0 2335 8518, 0 2335 8662-3 or facsimile number 0 2335 8000. Shareholders are requested to provide their full name and surname, and the Company will compile and address the questions and provide clarifications accordingly.

Yours faithfully,

- Signature -

(Mr. Chaiwat Kovavisarach)

Group Chief Executive Officer and President

The Secretary to the Board of Directors Division

Tel: 0 2335 4445

Fax: 0 2335 8000