



Invitation to the Annual General Meeting of Shareholders

No.1/2026

(meeting via electronic media)

Tuesday, April 28, 2026

At 2:00 P.M.

At Ataboon Building



At RICHY CS002/2026

March 13, 2026

Subject : Invitation to the 1/2026 Annual General Meeting of Shareholders

Dear : the Shareholders of Richy Place 2002 Public Company Limited

Attached:

1. Copy of the minutes of the 1st Annual General Meeting of Shareholders for the year 2025, held on April 25, 2025
2. The Company's financial statements for the year ending December 31, 2025
3. Information of independent directors for shareholders' proxy granting
4. Guidelines for the 1st Annual General Meeting of Shareholders for the year 2026
5. Specific Company regulations related to the shareholders' meeting
6. Proxy Form A and Proxy Form B
7. Map showing the location of the electronic shareholders' meeting
8. Registration form (attend the meeting via electronic media)
9. Biography of persons nominated for directorship

The Board of Directors of Richy Place 2002 Public Company Limited has resolved to hold the 1/2026 Annual General Meeting of Shareholders on Tuesday, April 28, 2026 at 2:00 p.m. via electronic media at Atthabun Building, 667/15 Charansanitwong Road, Arun Amarin Subdistrict, Bangkok (please see the map in Attachment 7) to consider the following matters:

Agenda 1: Consideration of approval of the minutes of the 1st Annual General Meeting of Shareholders for the year 2025, which was held on 25 April 2025.

Facts and reasons

The Company held its 1st Annual General Meeting of Shareholders for 2025 on 25 April 2025. The meeting considered various matters as required by law, and the Company submitted a copy of the meeting minutes within the time limit prescribed by law (details are provided in Attachment 1).

Board of Directors' opinions

Deemed appropriate to submit the minutes of the 1/2025 Annual General Meeting of Shareholders, which was held on 25 April 2025, in which the Board of Directors believes that the minutes have been correctly recorded (details are in Attachment 1) for the shareholders' meeting to approve the minutes.

Resolution

This agenda item must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 2: Consider and acknowledge the operating results of the year 2025.

Facts and reasons

The company summarizes the operating results for the year 2025, which appears in the annual report in QR CODE format sent to the shareholders together with the invitation to this meeting.

Board of Directors' opinions

The Board of Directors approved to propose to the shareholders' meeting to consider and acknowledge the operating results for the year 2025, details of which appear in the Annual Report 2025 in the form of QR CODE sent to the shareholders in advance together with the invitation letter for this meeting.

Resolution

- No vote -

Agenda 3: Consider and approve the Company's consolidated financial statements for the fiscal year ended December 31, 2025

Facts and reasons

Company financial statements for the fiscal year ended December 31, 2025, it was reviewed by the Company's Audit Committee. and has been audited by the auditor The auditor has expressed an opinion on the Company's financial statements that they are correct in material respects in accordance with the accepted accounting principles General (details are shown in Attachment 2), which summarizes the key points as follows :

Detail	year 2023	year 2024	year 2025
total assets	6,901,358,318	6,800,261,230	6,391,599,534
total liabilities	3,990,289,184	3,957,107,683	3,677,014,774
total income	800,171,951	1,077,344,280	859,448,702
net profit	(61,928,102)	(67,915,587)	(128,038,879)
Earnings per share (Baht : Shares)	(0.038)	(0.042)	(0.079)

Board of Directors' opinions

Deemed appropriate to propose to the shareholders' meeting to approve the consolidated financial statements of the Company. For the accounting period ending December 31, 2025, which has been reviewed by the Company's Audit Committee and audited by a certified public accountant (Details appear in Attachment 2)

Resolution

This agenda must be approved by a majority vote of the total number of votes of the shareholders attending the meeting and casting their votes.

Agenda 4: Consider approving the omission of profit allocation. Legal reserve and refrain from paying dividends for operating results for the year 2025.

Facts and reasons

The company has a policy to pay dividends to shareholders at least 40 percent of net profit after corporate income tax for separate financial statements and after deduction of all types of reserves, but in the event that the company have accumulated losses The Company cannot pay dividends. As stated in the Articles of Association of the Company, Article 46

In 2025, the Company had a loss of -128,038,879 baht. Therefore, the Company considered not paying dividends for the results due to the loss.

The data compares with the rate of cash dividends and stock dividends in the past year.

Dividend payment details	year 2023	year 2024	year 2025
Net Profit (Baht)	-61,928,102	-67,915,587	-128,038,879
Number of paid-up shares (shares)	1,628,322,777	1,628,322,777	1,628,322,777
amount of dividends paid	No dividends paid	No dividends paid	No dividends paid
Dividend per share (baht:shares)	No dividends paid	No dividends paid	No dividends paid

Board of Directors' opinions

Deemed appropriate to propose to the general meeting of shareholders to approve the suspension of profit allocation, legal reserves and dividend payment for the 2025 operating results. However, the Company's granting of such rights is still uncertain as it awaits approval from the general meeting of shareholders.

Resolution

This agenda item must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 5: Consider approving the appointment of directors to replace directors whose terms have expired.

Facts and reasons

According to Article 20 of the Company's Articles of Association, at every annual general meeting, at least one-third (1/3) of the directors must retire from office at that time. Directors who retire from office in the first and second years after the company is registered Draw lots to see who will leave the position in later years. The director who has been in office the longest will be the person who leaves the position. Directors who retire from office may be re-elected to take up the position in 2026. There are 3 directors who have resigned from their positions as follows:

- | | |
|---------------------------|--------------------|
| 1. Mr. Anen Aung-Aphinant | Board of Directors |
| 2. Miss Pichaya Tansode | Board of Directors |
| 3. Mr.Somkuan Musig-in | Board of Directors |

In the process of recruiting directors, the company announced an invitation to minority shareholders to nominate individuals they deemed qualified for election as company directors. This announcement was made through the Stock Exchange of Thailand's news system and published on the company's website from January 29, 2026, to February 25, 2026. However, no shareholders submitted nominations.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee, excluding directors with special interests, has screened and agreed to allow Mr. Anen Aung-Aphinant, Miss Pichaya Tansode, and Mr.Somkuan Musig-in These individuals have been re-elected to the company's board of directors for another term because they possess the knowledge, skills, experience, and excellent work history, and fully meet the qualifications as stipulated in the Public Company Act B.E. 2535 (Brief profiles of all three are provided in Attachment 9).

Board of Directors' opinions

The persons nominated this time have passed the screening process by the Board of Directors, excluding the 3 directors with special interests who did not vote. It is deemed appropriate to propose to the general shareholders' meeting to consider re-electing 3 persons, allow Mr. Anen Aung-Aphinant, Miss Pichaya Tansode, and Mr.Somkuan Musig-in They have been re-elected to the company's board of directors for another term because they possess the knowledge, skills, and experience that will benefit the company's business operations and shareholders.

Resolution

This agenda item must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 6: Consideration on the determination of the directors' remuneration for the year 2026.

Facts And Reasons

The Public Limited Companies Act, Section 90, stipulates that “the payment of remuneration to directors shall be in accordance with the resolution of the shareholders, which shall consist of no less than two-thirds of the total number of votes of the shareholders attending the meeting.” The Nomination and Remuneration Committee has carefully considered the appropriateness of various factors and compared with references from similar businesses. The meeting agreed to propose to the shareholders' meeting to consider determining the remuneration of directors for the year 2026, which shall consist of the following components:

1. Meeting allowances are as follows:
 - Chairman of the Board 25,000 baht / time
 - Director of the Company 15,000 baht / time
 - Chairman of Sub-Committees 15,000 baht / time
 - Sub-committees 10,000 baht / time
2. Directors' bonus
3. Any other benefits - None -

In 2025, the company paid directors' remuneration, including meeting fees and director's bonuses, totaling 5,540,000 baht, without any other benefits. In 2026, after careful review by the Nomination and Remuneration Committee, a proposal has been made to pay remuneration not exceeding 7,000,000 baht (a reduction of 3 million baht compared to 2025), without any other benefits.

Board of Directors' opinions

Deemed appropriate to propose to the Annual General Meeting of Shareholders for approval the remuneration and meeting fees of the Board of Directors, Audit Committee, Executive Committee, Nomination and Remuneration Committee, and Risk Management Committee in the amount of 7,000,000 baht, without any other benefits. The Board has thoroughly scrutinized its appropriateness in various aspects and compared it to similar businesses.

Resolution

This agenda must be approved by a vote of not less than two-thirds of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 7: To consider appointing the auditors and fixing the auditor's remuneration for the year 2026.

Facts and reasons

The Public Limited Companies Act, Section 120, stipulates that “The annual shareholders’ meeting shall appoint an auditor and determine the audit fee of the company every year. In appointing an auditor, the same auditor may be reappointed.” Section 121: An auditor does not have to be a director, employee, employee, or hold any position in the company. The company has hired Dharmniti Auditing Company Limited to be the company’s auditor in 2025 for a total of 8 years (this year will be the 9th year).

In 2026, the Audit Committee considered the selection of the Company’s auditors and was of the opinion that the shareholders’ meeting should consider selecting 5 auditors from Dharmniti Auditing Co., Ltd., namely Ms. Chutinan Korprasertthaworn, CPA Registration No. 9201 and/or Mr. Phiradech Phongsathiansak, CPA Registration No. 4752 and/or Ms. Nithinee Kittikunaphong, CPA Registration No. 8843 and/or Ms. Chotima Kitsirakorn, CPA Registration No. 7318 and Mr. Suwat Maneekanoksakul, CPA Registration No. 8134.

The auditors on the proposed list have no relationship and/or conflict of interest between the auditors and the Company/executives/major shareholders or any person related to such persons in any way. Therefore, they are independent in auditing and expressing their opinions on the Company’s financial statements.

In addition, the Board of Directors of each subsidiary company has considered selecting Dharma Nithi Auditing Co., Ltd. (using the same auditing firm) as the auditor for the year 2026.

Regarding the auditor’s remuneration to be approved, the Board of Directors, upon the recommendation of the Audit Committee, deems it appropriate for the Annual General Meeting of Shareholders to consider and approve the audit fee for the company’s financial statements for the year 2026 in the amount of 2,145,000.00 baht (the same as last year).

Auditor’s Remuneration	year 2024	year 2025	year 2026
Company audit fee	1,500,000	1,500,000	1,460,000
Audit fees of subsidiaries	568,000	645,000	685,000
**Other service fees	82,662	177,160	Based on actual expenses incurred

** Other service fees such as transportation expenses, overtime expenses, office expenses in the amount of 177,160 baht.

Audit Committee's opinion

The Audit Committee has considered the selection of the Company's auditors and considered the auditors' remuneration, as well as provided recommendations to the Board of Directors for approval: Ms. Chutinant Korprasertthaworn, CPA No. 9201 and/or Mr. Phiradech Phongsathiansak, CPA No. 4752 and/or Ms. Nithinee Kittikunaphong, CPA No. 8843 and/or Ms. Chotima Kitsirakorn, CPA No. 7318 and Mr. Suwat Maneekanoksakul, CPA No. 8134 of Dharma Audit Co., Ltd., as the Company's auditors for the year 2026 and approved the auditors' remuneration of 2,145,000 (Same as in 2025)

Board of Directors' opinions

The Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to consider and approve the appointment of Ms. Chutinant Korprasertthaworn, CPA No. 9201 and/or Mr. Phiradech Phongsathiansak, CPA No. 4752 and/or Ms. Nithinee Kittikunaphong, CPA No. 8843 and/or Ms. Chotima Kitsirakorn, CPA No. 7318 and Mr. Suwat Maneekanoksakul, CPA No. 8134 of Dharma Audit Co., Ltd., as the Company's auditors for the year 2026 and approved the auditors' remuneration of 2,145,000 (Same as in 2025) Each subsidiary company has selected Thammaniti Audit Co., Ltd. (using the same auditing firm) as its auditor for the year 2026, and the board of directors will oversee that the financial statements are prepared on time.

Resolution

This agenda item must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

Agenda 8: Consider other matters (if any)

Board of Directors' opinions

Deemed appropriate to include this agenda as an opportunity for shareholders who wish to consider other matters. Other than those prescribed by the Board

Therefore, we would like to invite shareholders to attend the 2026 Annual General Meeting of Shareholders on the date and time, which is a meeting via electronic media only and for the convenience and speedy registration of the Annual General Meeting of Shareholders. even more would like to ask the shareholders and/or proxies Please submit the registration and registration form and the proxy form. (Details appear in attachment 8) to the company via email. companysecretary@richy.co.th In case any shareholder is unable to attend the meeting in person and wishes to appoint another person or independent director who has no interest in the agenda proposed in the Annual General Meeting of Shareholders No.

1/2026 to attend the meeting and vote. resolution for you (Details of independent directors are shown in Attachment 4). The Company reserves the right not to accept registration in case of incomplete documents. or incorrect or not according to the conditions The Company has set March 13, 2026 as the record date for shareholders to attend the 1st Annual General Meeting of Shareholders for the year 2026.

Incidentally, because the Stock Exchange of Thailand has added an option for listed companies to prepare annual reports in the form of QR CODE. Therefore, the 2025. Annual Report has been prepared in the form of a QR CODE sent to shareholders along with a summary of financial information from the 2025. Annual Report.

Best regards



(Dr.Apa Ataboonwongse)

President

Company secretary

Mrs. Saranthorn Srisunthorn

Annual General Meeting of Shareholders No. 1/2025
Richy Place 2002 Public Company Limited
25 April 2025

Which is an electronic meeting in accordance with the Royal Decree
 on Electronic Meetings B.E. 2020 and related laws.

At Athaboon Building, 6th floor, No. 667/15 Charan Sanitwong Road, Arun Amarin
 Subdistrict, Bang Khun Non District, Bangkok 10700

Before the meeting begins

The host introduced the board of directors, executives, and auditors who attended the meeting as follows:

List of the Company's Directors attending the meeting 9 persons

There were 5 board members attending the meeting in person.

- | | | |
|-------------------------|-----------------|--------------------------------------------------------------------------------------|
| 1. Assoc. Prof. Sutat | Rattanakuangwan | Chairman of the Board, Chairman of the Audit Committee and independent directors |
| 2. Dr. Apa | Ataboonwongse | Vice Chairman and Executive Chairman |
| 3. Mrs. Pawaya | Krittachart | Chairwoman of the Nomination and Remuneration Committee |
| 4. Police Colonel Suwit | Tan Sode | Director of the Recruitment and Remuneration Committee and Risk Management Committee |
| 5. Ms. Pichaya | Tansode, | Executive Director |

There were 4 board members who attended the meeting via electronic media.

- | | | |
|-----------------|----------------|------------------------------------------------------------------------------------------------------------------|
| 1. Ms. Jaree | Wutthisanti | Chairman of the Risk Management Committee, Director Audit and independent directors |
| 2. Mr. Anen | Ung-aphinant, | Audit Committee Member, Recruitment and Consideration Committee Member
Compensation and independent directors |
| 3. Mr. Wiraphon | Ataboonwongse | Risk Management Committee |
| 4. Mr. Pipat | Wiriyamettakul | Executive Director |

The proportion of directors attending the general shareholders' meeting this time was 100.00 percent.

List of company executives attending the meeting

- | | | |
|-------------------|------------|------------------------------------------------|
| 1. Ms. Saranthorn | Srisunthon | Executive Vice President and Company Secretary |
| 2. Ms. Suthiporn | Hinrit | Chief Financial Officer – Accounting |

List of auditors from Dharma Nithi Auditing Company Limited who attended the meeting

- | | |
|---------------|--------------|
| 1. Ms. Wanisa | Ngambuathong |
|---------------|--------------|

The meeting will start at 2:00 p.m. (The company records the meeting in the form of video media.)

Ms. Siriporn Sruangna, the meeting facilitator, announced to the meeting that there were 25 shareholders of the company attending the meeting in person and by proxy, consisting of 13 shareholders attending the meeting in person, representing 632,336,985 shares, and 12 shareholders by proxy, representing 399,922,552 shares. The total number of shares attending the meeting and having the right to vote was 1,032,259,537 shares , or 63.39 percent of the total number of shares sold, 1,628,322, 777 shares , which exceeded one-third of the total number of shares sold of the company, forming a quorum in accordance with the regulations.

The company must have no less than 25 shareholders and proxies attending the meeting and must have shares totaling no less than 1/3 of the total number of shares sold. The meeting facilitator then invites the meeting chairman to open the meeting.

Assoc. Prof. Sutat Rattanakuakangwan, Chairman of the Board of Directors, Chairman of the Audit Committee and Independent Director , acted as the Chairman of the 1st Annual General Meeting of Shareholders for the year 2025 , welcomed the shareholders and opened the Annual General Meeting of Shareholders. 2568

Agenda 1: Annual General Meeting of Shareholders for the year 2024 Which was held on 26 April 2567

Ms. Saranthorn Srisunthon proposed that the meeting consider approving the minutes of the 1st Annual General Meeting of Shareholders in 2024 . Which was held on the 26th April 2567 The Company has prepared the meeting minutes and submitted them to the Stock Exchange of Thailand within 14 days from the date of the general meeting of shareholders and has published them on the Company's website, with details as shown in the copy of the meeting minutes sent to shareholders prior to the meeting. The Board of Directors is of the opinion that the meeting minutes have been recorded correctly and completely in accordance with the resolution of the general meeting of shareholders. Therefore, it is proposed that the meeting consider and vote to approve the minutes of the first general meeting of shareholders for the year 2024.

As this agenda item must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

On this occasion, Ms. Saranthorn Srisunthon gave the opportunity for shareholders or proxies to ask questions. It turned out that no shareholders asked questions. The host then asked the meeting to vote. After the vote counting was complete, the host announced the vote counting results and concluded the resolution as follows :

Resolution of the meeting

The meeting considered and resolved to approve the minutes of the 1st General Shareholders' Meeting. 2024 , which was held on 26 April 2024 by a majority vote of the shareholders attending the meeting and casting votes as follows:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	24	1, 031 , 359 , 037	100.00
Disagree	-	-	-
Abstentions	1	900,500	0.00
voided ballot	-	-	-
Total	2 5	1, 03 2,2 59 ,5 37	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

Agenda 2: Consideration of the results of operations for the year 2024

Ms. Saranthorn Srisunthon, Deputy Chief Operating Officer and Company Secretary, explained the details of the operating results in 2024 . The Company has Backlog information as of December 31, 2024 as follows:

Project	The number of rooms that have been sold and are waiting for ownership transfer
	Value (million baht)
Condominium project	707
- Rich Point brand group	378
- Rich Park Brand Group	15
- The Rich brand group	314
Low-rise project	83
total	790

For the operating results in 2024 , the details are as follows :

Anti-Corruption Action The Board of Directors has established policies related to anti-corruption measures as follows:

1. Creating awareness, values, and attitudes for employees to comply with regulations with honesty and integrity.
2. Provide an efficient and effective internal control system, with appropriate checks and balances on the exercise of power.
3. The Company's directors, executives and employees are prohibited from performing any act that is a request or acceptance of property or other benefits for themselves or others that are sent in a way that induces them to act.
4. The Company's directors, executives and employees are prohibited from giving or offering to give assets or other benefits to outsiders in order to induce that person to act or refrain from acting in a manner that is against the law or inappropriate for their position.

On this occasion, Ms. Saranthorn Srisunthon gave an opportunity for shareholders or proxies to ask questions. There were shareholders who expressed their opinions and asked questions, which can be summarized as follows:

Ms. Kiratika Paenglad, a shareholder who received a proxy from the Thai Investors Association, has the following questions:

1) To what extent were Thai companies directly and indirectly affected by the March 28, 2025 earthquake ?

Mrs. Saranthorn Srisunthon, Chief Operating Officer and Company Secretary, reported that the company was slightly affected by the earthquake. The architectural work has cracks in the ceiling. There is no impact on the building structure. The inspection was done by internal and external engineers, along with experts and Bangkok officials who inspected every project to assure residents that the building structure was not damaged. They also provided assistance with information related to the earthquake. The disadvantage is that some condominium customers are still shocked by the earthquake, which has delayed the transfer of ownership and is currently negotiating to build trust and confidence for customers. The advantage is that customers are turning to horizontal projects, houses/ townhomes /Home offices are on the rise and sales of horizontal projects are expected to increase.

2) In 2025, the still volatile economy, unrest from wars in many countries, and natural disasters that may occur again are likely to be pressure factors that make it harder for the company to recover.

Ms. Pichaya Tansode, Chief Executive Officer, announced that in 2025, the company will focus on strategies to increase revenue in 4 areas: 1. Real estate sales 2. Hotel business 3. Retail project management and 4. Room rental business. All 3 areas of hotel business, retail management and room rental can continuously increase revenue for the company. The company has increased the number of hotel rooms and the number of rental rooms, which has increased revenue by 17% in the past.

3) I would like to know about the liquidity management approach and the ability to repay the 6 bond issues that have been approved for extension of the maturity date to prevent default or further extension of the maturity date. This is to build confidence among shareholders and investors.

Ms. Sutthiporn Hinrit, Chief Financial Officer - Accounting, announced that the company has a liquidity management plan, which is to accelerate the sale of bond collateral to accelerate debt repayment, which will reduce the company's debt burden, and to accelerate the sale of Rama 9 land and Ekkamai land, which are worth 1,200 million baht compared to the debt value of 400 million baht, along with a strategic plan to increase the number of rooms in the hotel management and room rental, which will allow the company to maintain liquidity.

Meeting resolution : The meeting acknowledged the results of operations for the year 2024 .

Agenda 3: Consideration and approval of the Company's financial statements for the accounting period ending 31 December 2024.

Ms. Sutthiporn Hinrit reported the summary of financial status according to the financial statements for the year 2024 , which consisted of the statement of financial position and the profit and loss statement, ending on December 31, 2024 , which were prepared in accordance with accounting standards and generally accepted accounting principles, audited and certified by a licensed auditor, and approved by the Audit Committee and the Board of Directors. The Company has printed it in the 2024 annual report , which has been sent to shareholders for consideration in advance in QR CODE format with the meeting invitation letter.

On this occasion, Ms. Sutthiporn Hinrit gave the opportunity for shareholders or proxies to ask questions. It turned out that no shareholders asked questions. The host then asked the meeting to vote. After the vote counting was complete, the host announced the vote counting results and concluded the resolution as follows:

Resolution of the meeting

The meeting considered and resolved to approve the Company's financial statements for the fiscal year ending on December 31, 2024 by a majority vote of the shareholders attending the meeting and casting votes, as follows:

Resolution	Number of people	Number of votes cast. (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	25	1,032,259,537	100.00
disagree	-	-	-
Abstain	-	-	-
bad card	-	-	-
together	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

Agenda 4 : Consideration and approval of the suspension of profit allocation, legal reserves, and the suspension of dividend payments for the operating results for the year 2024.

Ms. Saranthorn Srisunthon, Deputy Chief Executive Officer and Company Secretary, reported to the meeting that in 2024 , the Company had a net loss of 67,915,587 baht . The Board of Directors therefore proposes to consider suspending the payment of dividends for the operating results of 2024.

Resolution of the meeting: The meeting approved the suspension of profit allocation, legal reserves, and the suspension of dividend payments for the 2024 operating results.

Resolution	Number of people	Number of votes cast. (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	25	1,032,259,537	100.00
disagree	-	-	-
Abstain	-	-	-
bad card	-	-	-
together	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

Agenda 5: Consideration of approval of the appointment of directors to replace directors whose terms have expired.

Mr. Anen Ung aphinant, Director of the Nomination and Remuneration Committee, Audit Committee and Independent Director, stated to the meeting that according to the Company's Articles of Association, Section 20, it is stipulated that at every annual general meeting, at least one-third (1/3) of the number of directors must retire from their positions. The directors who must retire in the first and second years after the company's registration must draw lots to determine who will retire from their positions. In subsequent years, the director who has been in the position the longest will retire. The directors who retire may be re-elected to the position. In 2024, there were 4 directors who retired from their positions according to their terms :

1. Assoc. Prof. Sutat	Rattanakuakangwan,	Chairman of the Board
2. Pol . Lt. Col. Suwit	Tan Sode	Director
3. Mr. Veraphon	Athaboonwongse	Director
4. Ms. Pawannya	Krittachart	Director

In selecting directors, the Company announced an invitation for minority shareholders to nominate persons who they consider to have suitable qualifications to be selected as directors of the Company through the news system of the Stock Exchange of Thailand and published on the Company's website from 29 November 2024 - 28 January 2025. It appeared that one shareholder proposed a shareholder, namely Mr. Benjamin Ataboonwong .

And in order to be in line with good governance , the host invited the directors whose terms had expired to leave the meeting. After the directors left the meeting room, Mr. Anen Ung-aphinant informed the meeting that the board of directors had considered and was of the opinion that all of them had complete knowledge, ability, experience, and expertise and did not have prohibited characteristics according to the Public Company Act, the Securities and Exchange Act B.E. 2535. Therefore, it was deemed appropriate to propose to the general meeting of shareholders to consider appointing the 3 directors, namely Assoc. Prof. Sutat Rattanakuakangwan, Pol . Col. Suwit Tansode , and Mrs. Pawanya Krittachart,, the director who has completed his term, is to return to his position and consider appointing a new director, Mr. Benjamin Ataboonwong, to replace Mr. Veraphon Atabunwong, the director whose term has expired. The biographies of all 4 directors have been sent to shareholders in the invitation letter for the general shareholders' meeting for consideration in advance.

In this agenda, the resolution must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

On this occasion, Ms. Saranthorn Srisuntorn, Deputy Chief Executive Officer and Company Secretary, gave an opportunity for shareholders or proxies to ask questions. It turned out that no shareholders asked questions. The host then asked the meeting to vote. After the vote counting was complete, the host announced the vote counting results and concluded the resolution as follows:

Resolution of the meeting : The meeting considered and resolved to appoint the number of directors who have left their positions according to their terms . 3 people are Assoc. Prof. Sutat Rattanakuakangwan, Pol . Lt. Col. Suwit Tansode and Mrs. Pawannya. Krittachart, the director whose term has expired, returned to his position and considered appointing 1 new director, Mr. Benjamin Ataboonwong , to be a director to replace Mr. Wiraphon Ataboonwongse, a director whose term has expired, totaling 4 persons, with a majority vote of the total number of votes of shareholders who attended the meeting and voted. There were shareholders who voted to appoint directors individually as follows :

5.1 Voting for appointment Assoc. Prof. Sutat Rattanakuakangwan

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	24	1,032,259,380	100.00
Disagree	-	-	-
Abstain	1	157	0.00
Spoiled card	-	-	-
Total	1	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

5.2 Voting to appoint Pol . Lt. Col. Suwit Tansode

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstain	-	-	-
Spoiled card	-	-	-
Total	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

5.3 Voting to appoint Ms. Pawanya Krittachart

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstain	-	-	-
Spoiled card	-	-	-
Total	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

5.4 Voting to appoint Mr. Benjamin Ataboonwong

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstain	-	-	-
Spoiled card	-	-	-
Total	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

Agenda 6: Consideration and approval of the determination of the remuneration of directors for the year 2025

Assoc. Prof. Sutata Rattana Keokanwan The Chairman of the Board, the Chairman of the Audit Committee and the Independent Directors reported to the meeting on this agenda.

Assoc. Prof. Sutata Rattana Keokanwan informed the meeting that the payment of remuneration to the board of directors in 2024 , the general meeting of shareholders approved the remuneration of directors in the amount of 10,000,000 baht, with the actual payment of 6,225,000 baht, divided into meeting allowances of 915,000 baht and director bonuses of 5,310,000 baht for the year. 2017 , the Board of Directors sees fit to propose to the general meeting of shareholders for consideration and approval of the remuneration and meeting allowances for the Board of Directors and subcommittees in the amount of 10,000,000 baht , with the components of the remuneration as follows :

1. Meeting allowances are detailed as follows:

Chairman of the Board of Directors	25,000 baht / time
Company Director	15,000 baht / time
Chairman of the subcommittee	15,000 baht / time
Subcommittee	10,000 baht / time

2. Director's remuneration

This agenda item must be approved by a vote of not less than two-thirds of the total number of votes of shareholders attending the meeting and casting votes.

On this occasion, Ms. Saranthorn Srisunthon gave an opportunity for shareholders or proxies to ask questions. There were shareholders who expressed their opinions and asked questions, which can be summarized as follows:

Mr. Somchai Teeranawanich, a shareholder who attended in person, proposed to consider reducing the compensation of the directors to 5 million because there is still a loss.

Dr. Apa Ataboonwongse, Chairman of the Executive Committee, explained to shareholders that the company has considered the compensation of the directors in detail and thoroughly to ensure appropriateness, as most of the directors are external personnel. This year's plan is to work at full capacity. It is expected that if the operating results improve, the company will consider paying compensation to the directors reasonably and appropriately to build morale and encouragement. If the operating results do not meet the target, the company will consider the results. Therefore, the company would like to set the compensation of the directors unchanged but will consider paying according to the operating results.

Mrs. Saranthorn Srisuntorn, Deputy Chief Operating Officer and Company Secretary, gave the shareholders or proxies an opportunity to ask additional questions. It turned out that no shareholders asked any questions. The moderator asked the meeting to vote. After the vote counting was complete, the moderator announced the vote counting results and summarized the resolution as follows:

Meeting resolution

The meeting considered and resolved to approve the remuneration of the directors for the year 2025 in the amount of 10,000,000 . Baht with a vote of more than two-thirds of the shareholders attending the meeting and casting votes as follows:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	25	1,032,259,537	100.00

*** The base vote calculation is based on counting only the votes of shareholders who voted in favor and against, but not counting the votes of shareholders who abstained.

Agenda 7: Consideration of approval of the appointment of auditors and determination of auditor remuneration for the year 2025

Assoc. Prof. Sutat Rattanakulkangwan The Chairman of the Board, the Chairman of the Audit Committee and the Independent Directors explained to the meeting that in 2015 , the Audit Committee considered selecting the Company's auditors and was of the opinion that the shareholders' meeting should consider selecting the auditors. To be the auditor for the company and its subsidiaries in the year 2025 in the amount of 2,145,000 baht and to consider selecting the company's auditors, it is of the opinion that the shareholders' meeting should consider selecting 5 auditors from Dharma Auditing Company Limited, namely :

Mr. Suwat	Maneekanoksakun,	number 6838 or
Mr. Phiradech	Phongsathiansak,	number 4752 or
Ms. Nithinee	Kittikunaphong ,	number 8843 or
Ms. Chotima	Kitsirakorn	number 7318 and
Ms. Chu Tinan	Korprasertthawon	number 9201

The auditors on the proposed list have no relationship or interest with the Company/executives/major shareholders or any person related to such persons. Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements.

For the auditor's remuneration to be approved this time, the Board of Directors, by the proposal of the Audit Committee, agrees that the general meeting of shareholders should consider approving the audit fee for the Company's financial statements for the year 2025 in the amount of 2,145,000 baht , which is more than in 2024 because the subsidiary has expanded its operations .

In this agenda, the resolution must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting votes.

On this occasion, Ms. Saranthorn Srisuntorn, Deputy Chief Executive Officer and Company Secretary, gave an opportunity for shareholders or proxies to ask questions. It turned out that no shareholders asked questions. The host then asked the meeting to vote. After the vote counting was complete, the host announced the vote counting results and concluded the resolution as follows :

Resolution of the meeting:

The meeting considered and resolved to appoint auditors from Dharma Auditing Co., Ltd., namely Mr. Suwat Maneekanoksakul, CPA Registration No. 8134 and/or Mr. Phiradech Phongsathiansak , CPA Registration No. 4752 and/or Ms. Nithinee Kittikunaphong , CPA Registration No. 8843 and/or Ms. Chotima Kitsirakorn , CPA Registration No. 7318 and Ms. Chu Tinan Korprasertthaworn , CPA Registration No. 9201 and/or of Dharma Auditing Co., Ltd., as the Company's auditors for the year 2023 and approved the auditor 's remuneration of 2,145,000 baht and other actual expenses by a majority vote of the shareholders attending the meeting and casting votes as follows :

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	25	1,032,259,537	100.00

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 8: Consider adding/reducing and amending the objective statement in the company certificate to be consistent with operations.

Mrs. Saranthorn Srisuntorn, Deputy Chief Executive Officer and Company Secretary, proposed to the meeting to consider adding/reducing and amending the objectives in the company's certificate to be consistent with the operations. The company's certificate originally specified 27 operational objectives. The company is currently undergoing changes and expanding its operations and Business strategy, therefore, would like to consider adding/reducing and editing the text in the company certificate, with the following details :

number	Point	(Original) Message	(New) Message
1	1	To purchase, procure, receive, rent, hire-purchase, own, possess, improve, use and otherwise manage any property and the fruits of that property.	To purchase, procure, receive, rent, hire-purchase, improve, use and otherwise manage any property and the fruits of that property.
2	2	Sell, transfer, mortgage, pawn, exchange and otherwise dispose of property.	Sell, transfer, mortgage, pledge, sell with right of redemption, exchange , rent, hire-purchase and dispose of property in other ways.
3	8	Providing legal and accounting services Engineering, architecture, and advertising	Providing services in the fields of law, accounting, engineering , architecture , gardening, interior decoration, building management and supervision, as well as advertising.
4	9	We are hired to design, estimate prices, and calculate civil engineering work and all types of wastewater treatment systems.	Engaged in the business of trading in condominiums, residential or commercial units, factory buildings, warehouses and other related buildings.
5	10	Engage in land trading, allocate land or buildings or land with buildings for sale, procure land and buildings or construct other buildings on that land, purchase large plots of land and divide them into smaller plots, mortgage, transfer, sell with right of redemption, give, exchange, rent, hire-purchase, develop or improve land or buildings or land with buildings, or manage in other ways to obtain ownership, rights over the land or buildings or land with buildings and other real estate.	Engage in land trading, allocate land or buildings or land with buildings for sale, procure land and buildings or construct other buildings on that land, purchase large plots of land and divide them into smaller plots, develop or improve land or buildings or land with buildings, or manage in other ways to gain ownership or rights in or over the land. or buildings or land with buildings and other real estate

number	Point	(Original) Message	(New) Message
6	13	Engaged in business as a management service provider, such as house and land sales management, organization management, accounting system management, and information system management, etc.	Engaged in business as a service provider for management services such as sales management and/or advertising, houses and land, condominiums, various types of buildings, organization management, accounting system management, and information system management, etc.
7	14	Engage in environmental and construction material factory business of all types. Business of installation, construction, design, repair, care, maintenance, provide advice on training and instruction on usage, techniques, methods and provide various public utilities.	building construction business All types of factories, warehouses and construction materials. Design and installation service business. Construction, repair, maintenance, providing advice, training and instruction on how to use, techniques, methods and providing services for various public utilities.
8	16	Engage in the business of hotels, restaurants, food and beverage shops, bars, nightclubs , bowling alleys, movie theaters and other theaters, resorts, sports stadiums, swimming pools, and fitness centers.	Operating a hotel, restaurant , or shop Restaurants and beverage shops, bars, nightclubs , bowling alleys, cinemas and other theaters, resorts, sports stadiums, swimming pools, fitness centers
9	18	Engaged in the business of trading in household appliances, furniture, glassware, kitchenware, refrigerators, air conditioners, air purifiers, fans, exhaust fans, electric rice cookers, electric irons, heaters, coolers, microwave ovens, electrical appliances, electrical equipment, including spare parts and accessories of the aforementioned products.	Engaged in trading and importing by selling, renting, leasing, and purchasing household appliances, furniture, all types of electrical appliances, curtains, carpets, wallpaper , as well as spare parts and equipment for the said products.
10	19	Engaged in the business of trading in construction materials, equipment and tools used in construction, all types of mechanic's tools, paints, painting tools, building decorations, ironware, copperware, brassware, enamelware, sanitary ware, plumbing equipment, including spare parts and equipment of the said products.	Engaged in the business of trading in construction materials, equipment and tools used in construction, including electrical appliances, plumbing and fire extinguishing, and all types of mechanical tools.

number	Point	(Original) Message	(New) Message
11	25	The Company has the right to issue securities, such as shares, debentures, promissory notes, investment units, warrants to purchase debentures, warrants to purchase investment units or any other type of securities or instruments which are specified or will be specified by the operation of the law on public limited companies or the law on securities and exchange for sale to shareholders or for sale to the public or the general public.	The Company has the right to issue securities in the form of shares, debentures, promissory notes, investment units, warrants to purchase shares or debentures, warrants to purchase investment units or securities or any other type of instrument which is specified or will be specified by operation of the law governing public limited companies. or the Securities and Exchange Act, to be offered for sale to shareholders or offered for sale to the public or the general public.
12	27	Operate a private hospital, medical facility, treat patients and the sick, provide training and academic training in medicine.	Operate private hospitals, nursing homes, convalescent homes , treat patients, or rehabilitate patients or the elderly, and provide training and academic training in medicine.

and proposed to the meeting to consider reducing the statement of objectives in the company certificate in 2 clauses With details as follows:

number	Point	(Original) Message
1	12	Engage in the business of designing, inspecting designs, decorating, and providing tools for decorating interiors of buildings or other constructions, laying floors, drawing designs, sketching designs, showing interior images to show decorations, and creating gardens inside and outside buildings of all types, planning, organizing control systems, subcontracting work, or subcontracting marketing work, including providing advice and consultations on designs and types of construction, construction work, and all types of civil engineering work, interior and exterior decoration of buildings, price assessment, use of materials, construction period, or other matters, preparing models and drawings that show the shape of the construction.
2	17	Inside and outside every type of building, planning, setting up a control system, subcontracting work or subcontracting marketing work, including giving advice and consultation about construction designs and types, construction work and all types of civil engineering work, interior and exterior decoration of buildings, price assessment, use of materials, construction period or other matters, preparing models and drawings showing the shape of the building.

Summary of the presentation , consideration of adding/reducing and editing the statement of objectives in the company certificate from the original 27 items, revised to 25 items to be consistent with the current business operations.

This agenda item must be approved by a vote of not less than three- quarters of the total number of votes of shareholders attending the meeting and casting votes.

On this occasion, Ms. Saranthorn Srisuntorn, Deputy Chief Executive Officer and Company Secretary, gave an opportunity for shareholders or proxies to ask questions. It turned out that no shareholders asked questions. The host then asked the meeting to vote. After the vote counting was complete, the host announced the vote counting results and concluded the resolution as follows:

Resolution of the meeting:

approve the consideration of adding/reducing and amending the objectives in the company certificate to be consistent with the operations with more than 3/4 of the votes of the shareholders attending the meeting and casting votes as follows :

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	25	1,032,259,537	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	25	1,032,259,537	100.00


*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions


Agenda 9 : Consider other matters.

Ms. Saranthon Srisunthon, Deputy Chief Executive Officer and Company Secretary, gave the opportunity for shareholders or proxies to ask additional questions. It turned out that no shareholders asked any questions. The moderator then announced the end of the meeting and invited Assoc. Prof. Sutat Rattanakuakangwan, the chairman of the meeting, to close the meeting and thank the shareholders for taking the time to attend the meeting.

In this meeting, there were a total of shareholders or proxies attending the meeting. 25 persons, totaling 1,032,259,537 shares, or 63.39 percent of the total number of shares sold, 1,628,322,777 shares.

The meeting adjourned at 3:30 p.m.

Sign  chairman of the meeting
(Asst. Prof. Sutat Rattanakuakangwan)

Sign  company secretary
(Mrs. Saranthon Srisunthon)

Miss Amornrat Parawan

Recorder and publisher

Encloser 2

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2025

		<u>ASSETS</u>				
		Baht				
		Consolidated		Separate		
		financial statements		financial statements		
		As at December	As at December	As at December	As at December	
Notes		31, 2025	31, 2024	31, 2025	31, 2024	
CURRENT ASSETS						
	Cash and cash equivalents	6	31,732,667	100,579,484	15,096,833	73,093,144
	Trade and other current receivables	5, 7	89,974,077	95,463,438	93,684,753	82,109,295
	Short-term loans to related parties	5	72,944,904	68,564,471	1,016,550,302	945,723,508
	Real estate project under development	8, 13	4,275,423,364	5,877,558,276	3,970,509,464	4,594,511,736
	Advance payment for constructions		5,865,957	7,408,856	5,865,957	7,408,856
	Total Current Assets		4,475,940,969	6,149,574,525	5,101,707,309	5,702,846,539
NON - CURRENT ASSETS						
	Deposits at financial institutions with limitation	10	27,862,892	43,613,756	27,862,892	43,613,756
	Investments in subsidiaries	11	-	-	31,490,550	31,490,550
	Investment in Joint Ventures	12	-	505,003	-	-
	Land held for development	8, 13	1,058,827,552	164,979,432	164,979,432	164,979,432
	Investments in properties	14	788,906,792	405,998,274	677,802,671	360,436,913
	Property, plant and equipment	15	29,342,263	17,277,008	1,545,094	2,072,698
	Right-of-use assets	16	4,080,939	5,101,174	4,080,939	5,101,174
	Intangible assets	17	98,617	349,960	98,614	348,281
	Deferred tax assets	18	3,627,510	9,600,170	2,072,761	3,300,932
	Other non-current assets		2,912,000	3,261,928	2,446,889	2,796,817
	Total Non - Current Assets		1,915,658,565	650,686,705	912,379,842	614,140,553
	TOTAL ASSETS		6,391,599,534	6,800,261,230	6,014,087,151	6,316,987,092

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION (CONT.)
AS AT DECEMBER 31, 2025
LIABILITIES AND SHAREHOLDERS' EQUITY

		Baht			
		Consolidated		Separate	
		financial statements		financial statements	
		As at December	As at December	As at December	As at December
Notes		31, 2025	31, 2024	31, 2025	31, 2024
CURRENT LIABILITIES					
	Bank overdraft and short-term loans				
	from financial institutions	19	208,469,841	118,022,796	208,469,841
	Trade and other current payables	5, 20	278,007,221	255,341,122	255,412,857
	Current contract liabilities		124,901,683	208,513,341	58,810,680
	Current portion of lease liabilities	5, 22	976,799	908,990	976,799
	Current portion of long-term loans	23	1,199,863,654	1,797,342,835	679,535,396
	Short-term loans from related parties	5	5,244,521	7,038,219	21,282,724
	Short-term loans from other persons	21	151,431,694	159,992,745	151,431,694
	Income tax payable		308,141	7,778	-
	Other current liabilities		56,401,039	79,307,791	54,006,650
	Total Current Liabilities		2,025,604,593	2,626,475,617	1,429,926,641
NON - CURRENT LIABILITIES					
	Lease liabilities	5, 22	3,389,727	4,366,526	3,389,727
	Long-term loans related parties	5	30,000,000	-	30,000,000
	Long-term loans	23	1,597,169,443	1,301,738,605	1,597,169,443
	Provision for employee benefit	24	5,670,507	11,917,351	5,670,507
	Provision for compensation for housing estate				
	juristic persons		2,087,720	1,916,622	2,087,720
	Other non-current liabilities - rental deposit		13,092,784	10,692,962	7,529,842
	Total Non - Current Liabilities		1,651,410,181	1,330,632,066	1,645,847,239
	TOTAL LIABILITIES		3,677,014,774	3,957,107,683	3,075,773,880

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION (CONT.)
AS AT DECEMBER 31, 2025

LIABILITIES AND SHAREHOLDERS' EQUITY (CONT.)

		Baht			
		Consolidated		Separate	
		financial statements		financial statements	
		As at December	As at December	As at December	As at December
Notes		31, 2025	31, 2024	31, 2025	31, 2024
SHAREHOLDERS' EQUITY					
	Share capital	25			
	Authorised share capital				
	2,108,322,777 ordinary shares of Baht 1 each	2,108,322,777	2,108,322,777	2,108,322,777	2,108,322,777
	Issued and paid-up share capital				
	1,628,322,777 ordinary shares of Baht 1 each	1,628,322,777	1,628,322,777	1,628,322,777	1,628,322,777
	Premium on ordinary shares	26	611,190,126	611,190,126	611,190,126
	Retained earnings				
	- Appropriated legal reserve	27	93,091,599	93,091,599	93,091,599
	- Unappropriated		381,980,258	510,549,045	605,708,769
	TOTAL SHAREHOLDERS' EQUITY		2,714,584,760	2,843,153,547	2,938,313,271
	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		6,391,599,534	6,800,261,230	6,014,087,151

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2025

		Baht			
		Consolidated		Separate	
		financial statements		financial statements	
Notes		2025	2024	2025	2024
Revenues	30				
Revenues from sales		531,502,772	875,832,777	503,577,822	843,792,189
Rental income and service		251,077,936	205,489,372	112,463,457	89,048,758
Other incomes	31	76,867,994	13,571,890	128,874,964	77,134,289
Total revenues		<u>859,448,702</u>	<u>1,094,894,039</u>	<u>744,916,243</u>	<u>1,009,975,236</u>
Expenses					
Cost of sales		340,181,417	564,430,791	321,623,986	546,630,869
Cost for rent and service		116,671,867	94,489,537	12,402,357	11,344,970
Distribution costs		169,691,338	235,851,025	155,439,717	216,586,360
Administrative expenses		78,187,434	58,726,328	70,111,862	55,493,163
Total Expenses		<u>704,732,056</u>	<u>953,497,681</u>	<u>559,577,922</u>	<u>830,055,362</u>
Profit (loss) from operating activities		154,716,646	141,396,358	185,338,321	179,919,874
Finance costs		275,847,035	204,063,905	239,117,809	165,500,196
Profit (loss) before income tax expenses		(121,130,389)	(62,667,547)	(53,779,488)	14,419,678
Income tax (revenue) expenses	33	6,908,490	5,248,040	1,360,648	4,720,558
Profit (loss) for the year		<u>(128,038,879)</u>	<u>(67,915,587)</u>	<u>(55,140,136)</u>	<u>9,699,120</u>
Other comprehensive income					
Items that will not be reclassified subsequently to profit or loss					
Actuarial gain (loss) on defined employee benefit plan - net tax	24	(529,908)	-	(529,908)	-
Other comprehensive income for the year		<u>(529,908)</u>	<u>-</u>	<u>(529,908)</u>	<u>-</u>
Total comprehensive income for the year		<u>(128,568,787)</u>	<u>(67,915,587)</u>	<u>(55,670,044)</u>	<u>9,699,120</u>
Earnings per share	29				
Basic earnings per share (Baht per share)		<u>(0.079)</u>	<u>(0.042)</u>	<u>(0.034)</u>	<u>0.006</u>

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2025

		Baht				
		Consolidated financial statements				
		Issued and Paid-up Share Capital	Premium on Share Capital	Retained Earnings		Total
				Appropriated Legal reserve	Unappropriated	Shareholders' equity
Notes		Share Capital				
	Balance as at January 1, 2024	1,628,322,777	611,190,126	92,606,643	578,949,588	2,911,069,134
	Legal reserve	-	-	484,956	(484,956)	-
	Comprehensive income for the year					
	Profit (loss) for the year	-	-	-	(67,915,587)	(67,915,587)
	Other comprehensive income	-	-	-	-	-
	Total comprehensive income for the year	-	-	-	(67,915,587)	(67,915,587)
	Balance as at December 31, 2024	1,628,322,777	611,190,126	93,091,599	510,549,045	2,843,153,547
	Comprehensive income for the year					
	Profit (loss) for the year	-	-	-	(128,038,879)	(128,038,879)
	Other comprehensive income	-	-	-	(529,908)	(529,908)
	Total comprehensive income for the year	-	-	-	(128,568,787)	(128,568,787)
	Balance as at December 31, 2025	1,628,322,777	611,190,126	93,091,599	381,980,258	2,714,584,760

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2025

	Baht			
	Consolidated		Separate	
	financial statements		financial statements	
	2025	2024	2025	2024
Cash flows from operating activities:				
Profit (loss) before income tax expenses	(121,130,389)	(62,667,547)	(53,779,488)	14,419,678
Adjustments to reconcile profit before income tax expenses for the year to net cash provided by (used in) from operating activities				
Allowance for expected credit losses (reversal)	(8,681)	19,919	105,991	227,040
Impairment loss - investment in associated	-	420,000	-	-
Impairment loss - investment in joint venture	505,003	1,494,993	-	-
Depreciation and amortisation	17,820,747	14,675,634	10,767,548	11,203,985
Loss of written off assets	1	14,473	1	13,447
Loss from tax refund	-	640,757	-	640,757
Profit from termination of lease	-	(158,155)	-	(158,155)
Employee benefits expenses	872,013	950,898	872,013	950,898
Provision for compensation for housing estate juristic persons	171,098	208,974	171,098	208,974
Interest income	(4,991,470)	(4,917,157)	(41,382,811)	(49,982,212)
Finance costs	275,847,035	204,063,905	239,117,809	165,500,196
Profit from operations before changes in operating assets and liabilities	169,085,357	154,746,694	155,872,161	143,024,608
Changes in operating assets and liabilities				
Trade and other current receivables (increase) decrease	9,665,381	2,251,257	(9,449,593)	(2,551,364)
Real estate project under development (increase) decrease	306,956,800	233,047,937	289,151,258	217,795,467
Advance payment for construction (increase) decrease	1,542,898	11,180,366	1,542,898	11,180,366
Other-non current asset (increase) decrease	349,929	(21,398)	349,929	(21,398)
Trade and other current payables increase (decrease)	16,378,659	(34,651,442)	25,062,344	(27,784,291)
Current contract liabilities increase (decrease)	(83,611,658)	(175,070,797)	(73,571,328)	(188,809,620)
Other current liabilities increase (decrease)	2,399,822	25,716,277	(23,911,362)	19,544,618
Other non-current liabilities increase (decrease)	(22,906,752)	5,836,113	3,047,358	1,430,749
Cash paid for Employee benefits	(7,781,242)	(230,658)	(7,781,242)	(230,658)
Net cash provided from (used in) operating	392,079,194	222,804,349	360,312,423	173,578,477
Income tax paid	(11,678,016)	(15,122,324)	(9,263,677)	(12,844,412)
Cash received from tax refund	-	7,515,787	-	7,515,787
Net cash provided from (used in) operating activities	380,401,178	215,197,812	351,048,746	168,249,852

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS (CONT.)
FOR THE YEAR ENDED DECEMBER 31, 2025

	Baht			
	Consolidated		Separate	
	financial statements		financial statements	
	2025	2024	2025	2024
Cash flows from investing activities:				
Deposits at financial institutions with limitation (increase) decrease	15,750,864	(15,221,318)	15,750,864	(15,221,318)
Cash paid for investments in associated	-	830,000	-	-
Cash paid for investment in Joint Ventures	-	(1,999,996)	-	-
Cash received for short-term loans to related parties	-	-	17,671,789	135,030,083
Cash paid for short-term loans to related parties	-	272,093	(47,616,834)	(145,143,704)
Cash received from disposals of investment properties	8,687,647	-	8,687,647	-
Cash received from disposals of property, plants and equipment	-	7,000	-	7,000
Cash paid for purchase of property, plant and equipment	(21,079,685)	(15,789,236)	(172,435)	(472,209)
Cash paid for purchase of intangible assets	-	(150,335)	-	(150,335)
Cash received from interest income	619,718	512,052	600,540	699,991
Net cash provided from (used in) investing activities	3,978,544	(31,539,740)	(5,078,429)	(25,250,492)
Cash flows from financing activities:				
Bank overdraft and short-term loans from financial institutions increase (decrease)	85,175,165	117,382,376	85,175,165	117,382,376
Cash received for short-term debentures	-	100,000,000	-	50,000,000
Cash paid for short-term debentures	-	(100,000,000)	-	(50,000,000)
Cash received for short-term loans from related parties	-	7,000,000	-	27,300,000
Cash paid for short-term from loans related parties	(2,000,000)	-	(4,800,000)	(11,000,000)
Cash received from short-term loans from other persons	38,756,264	204,900,461	38,756,264	204,900,461
Cash paid for short-term loans from other persons	(46,814,625)	(84,449,356)	(46,814,625)	(84,449,356)
Cash received from long-term loans from related parties	30,000,000	-	30,000,000	-
Cash received from financial institutions loan	-	736,621,909	-	686,621,909
Repayment of loans from financial institutions	(229,704,612)	(589,642,358)	(210,221,468)	(556,712,651)
Cash received from debenture	-	687,800,000	-	687,800,000
Repayment of debentures	(81,704,116)	(924,705,236)	(81,704,116)	(924,705,236)
Lease liabilities (decrease)	(1,260,000)	(1,260,000)	(1,260,000)	(1,260,000)
Cash paid for interest expenses	(245,674,615)	(281,285,935)	(213,097,848)	(240,804,453)
Net cash provided by (used in) financial activities	(453,226,539)	(127,638,139)	(403,966,628)	(94,926,950)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(68,846,817)	56,019,933	(57,996,311)	48,072,410
CASH AND CASH EQUIVALENTS AT BEGINING OF YEAR	100,579,484	44,559,551	73,043,144	24,970,734
CASH AND CASH EQUIVALENTS AT END OF YEAR	31,732,667	100,579,484	15,046,833	73,043,144

Notes to financial statements form an integral part of these statements.

RICHY PLACE 2002 PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS (CONT.)
FOR THE YEAR ENDED DECEMBER 31, 2025

	Baht			
	Consolidated		Separate	
	financial statements		financial statements	
	2025	2024	2025	2024
Supplementary disclosures of cash flows information :				
1) Recorded the interest expense as real estate project under development	-	74,608,664	-	76,408,664
2) Transfer real estate project under development to investment properties	401,551,583	-	334,851,013	-
3) Transfer real estate project under development to land held development	893,848,120	-	-	-
4) Transfer investment property to real estate project under development	-	(81,780)	-	(81,780)
5) Transfer real estate project development to office equipment	-	23,233	-	23,233
6) Increase (decrease) of property, plant and equipment from asset purchase accounts payable	(2,199,087)	-	-	-
7) Recognition of right-of-use assets	-	6,121,408	-	6,121,408
8) Transfer short-term loans from related parties to other short-term loans	-	5,024,657	-	5,024,657
9) Transfer property, plant and equipment to real estate project under development	221,591	-	-	-

Notes to financial statements form an integral part of these statements.

Information of the independent directors appointed by the company to be the shareholders' proxies

Ass. Prof. Suthas Ratanakuakangwan 73 years

Independent Director and Chairman of Audit Committee

Date of Appointment of a Director : 27 April 2010

Term of Office: : 16 years
(count until 28 April 2026).

Address : 422/3 Soi Ekamai 26, Sukhumvit 63 Road,
Klong Toei Nuea, Wattana, Bangkok 10150

Family relations between executives : - none -



Educational qualifications

- D.E.S.S (Industrial Management) Diploma d'Etudes Superieures specialisees Universite'de Toulouse I, France
- Master of Economics (Industrial Management) Maitrise es Sciences Economiques (Gestion Industrielle) Universitee de Toulouse I, France
- Bachelor's Degree: Bachelor of Economics (Industrial Management) License es Sciences Economiques (Gestion Industrielle) Universite 'de Toulouse I, France

Currently holding office

Holding directorships in listed companies

- 2024 - Present Chairman and Chairman of the Audit Committee, Richy Place 2002 Public Company Limited
- 2010 - Present Director and Chairman of the Audit Committee, Richy Place 2002 Public Company Limited

Position in non-listed companies - none -

Positions held in other organization

- Associate Professor, Department of Industrial Engineering, Faculty of Engineering, Chulalongkorn University

Past experience

- Advisor to the Chulalongkorn University Academic Testing Center
- Director of the Chulalongkorn University Academic Testing Center
- Director of the Engineering Service Center, Faculty of Engineering, Chulalongkorn University
- Head of the Research Unit, Industrial Management and Technology
- Department of Industrial Engineering, Faculty of Engineering, Chulalongkorn University
- Committee Member of the Training Center, Continuing Education Division, Chulalongkorn University
- Chairman of the Working Group on the Biogas Technology Promotion Project for Waste Management, Food Waste from Hotels and Various Establishments

Training history

- Director Accreditation Program (DAP) / 2012

Shareholding percentage of the company as of

December 31, 2025 - none -

Having / without special interest in the proposed agenda in this meeting - none -

Mr Anen Aung-Aphinant 72 years

Independent Director

Date of Appointment of a Director : 25 September 2020

Term of Office : 5 year 7 months
(count until 28 April 2026).

Address : 43 Soi Borommaratchachonnani 48, Chim Phli Sub-district,
Taling Chan District, Bangkok 10170

Family relations between executives : - none -



Educational qualifications

- Master's Degree in Industrial Engineering and Management, A.I.T Institute
- Bachelor's Degree in Machinery (Mechanical Engineer)
- Certificate, National Defense College (NDC 4414)
- Certificate of Senior Executive Program in Urban Management (3rd batch)

Currently holding the position of Director of a listed company

- 2024 – Present Audit Committee, Richy Place 2002 Public Company Limited
- 2020 – Present Director, Richy Place 2002 Public Company Limited

Positions held in non-listed companies

- 2007 – present Managing Director, A.N. Empire Co., Ltd.
- 1992 – present Managing Director, Quality Machine Tool Co., Ltd.

Positions in other organizations

- 2005 – present, Board member, Thai Machinery Association
- 2002 – present, Board member, Federation of Thai Industries

Past experience

- 2018 - 2022 Chairman of the Audit Committee The Federation of Thai Industries
- 2014 – 2016 Chairman of the Mechanical Engineering and Metalworking Cluster Committee The Federation of Thai Industries
- 2008 - 2012 Chairman of Machinery and Metal Working Group The Federation of Thai Industries
- 2005 - 2006 Vice Chairman of the Federation of Thai Industries
- 2003 - 2004 Chairman of the Industrial Energy Committee The Federation of Thai Industries
- 2003 - 2004 Vice Chairman of the Industrial Environment Committee The Federation of Thai Industries

Shareholding percentage of the company as of December 31, 2025 : 4,702,931 shares (0.29 percent)
Having / without special interest in the agenda proposed in this meeting - None -

Procedures for attending the Extraordinary General Meeting of Shareholders via Electronic Media (E-AGM)

Richy Place 2002 Public Company Limited (“the Company”) would like to inform you of the guidelines for attending the Annual General Meeting of Shareholders No. 1 for the year 2026 via electronic media (E-AGM) as follows :

1. In the case of shareholders wishing to attend the meeting via electronic media (E-AGM) by themselves

Please complete the registration form for the Extraordinary General Meeting of Shareholders via Electronic Media (E-AGM) by requesting that you clearly specify your e-mail (E-Mail) and mobile phone number. For use in registering at the meeting and attaching a copy of the shareholder’s ID card or passport for identification. By scanning or taking pictures sent to the company by email companysecretary@richy.co.th Until April 23, 2026

2. In case the shareholder wishes to appoint an independent director or other person Attend the E-AGM meeting

Shareholders who are unable to attend the E-AGM meeting, shareholders can appoint independent directors. (Details are in Enclosure 4 of the Invitation to the Annual General Meeting of Shareholders 2026) or another person able to attend the meeting and vote on his behalf

2.1 Please complete the registration form for the Annual General Meeting of Shareholders via Electronic Media (E-AGM) by requesting you to provide your email (E-Mail) and mobile phone number. And proxies (other persons) clearly for use in the registration of the meeting

In case of appointing a proxy to an independent director specify only the first and last name of the independent director you wish to appoint.

2.2 Please fill in the information in the proxy form. (Enclosure 7 of the Invitation to the Annual General Meeting of Shareholders for the year 2026) with the signature of the proxy grantor. And proxies (In case of other persons) complete and attach the supporting documents for the proxy as shown in the attachment of the Invitation to the 2026 Annual General Meeting of Shareholders.

Please submit documents according to 2.1 and 2.2 by scanning or photographing to the company via email companysecretary@richy.co.th until within 23 April 2026.

3. Attendance through electronic media

When the company receives the documents according to item 1 or item 2 from you within the specified date, the company will check the documents to confirm your identity and confirm your right to attend the meeting. According to the information of the shareholder registration book as of the date of determining the names of shareholders who are entitled to attend the 2026 Annual General Meeting of Shareholders. Link to attend the meeting including the access manual of the E-AGM meeting system will be sent to the e-mail address of the shareholders or proxies registered with the company. To use in attending the meeting via electronic media (E-AGM) via the company's system only by 1 shareholder or proxy per 1 email address.

4. Using the registration program and counting the company's scores can be used with computers, notebooks, tablets or mobile phones via Web Browser: Chrome Internet speed 4G or basic home internet. The system supports both E-Meeting and E-Voting meetings according to both manual methods and proxy
5. As for the voting method during the E-AGM meeting, you can vote on each agenda by voting "Agree" or "Disagree" or "Abstain" in case you do not vote for any agenda. The system will automatically count your votes as "Agree"
6. Submitting questions in advance in order to get the most out of the meeting and to maintain full benefits. If there is any question that the Company would like to clarify on any issue of the agenda of this meeting or other company information, inquiries can be sent in advance to the company secretary by e-mail. companysecretary@richy.co.th within 23 April 2026.

Company regulations in relation to shareholders' meetings

Article 19. The meeting of the election of directors in accordance with the following rules and methods

(1) One shareholder has votes equal to one (1) share per one (1) vote.

(2) Each shareholder will use all of the votes he has under (1) to elect one person or many persons as directors. In the event that many persons are elected as directors, no vote shall be given to any person.

(3) Persons who receive the highest votes in descending order are elected as directors, equal to the number of directors that should be or should be elected at that time in the event that the person elected in the next order. Having the same number of votes in excess of the number of directors that should be presided over

Article 20. At every annual general meeting, the directors must leave at least one third (1/3) of the number of directors at that time. If the number of directors cannot be divided into three parts, then the number is closest to one third (1/3). The directors who must retire in the first and second years after the registration of the company to draw the lottery to determine who will leave. In the latter years next, the director who is in the position for the longest time is the person who leaves the position. The retired director may be re-elected.

Article 40. In voting at the shareholders' meeting One share shall be counted as one (1) vote and any shareholder has a special interest in any matter That shareholder has no right to vote on that matter. Outside of voting for election of directors and the resolution of the shareholders' meeting must consist of the following votes

(1) In normal cases, the majority vote of the shareholders attending the meeting and voting If having equal votes The chairman of the meeting shall cast an additional vote as a casting vote.

(2) In the following cases The vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote

(A) the sale or transfer of all or part of the Company's business to other persons

(B) Purchase or transfer of business of a private company Or other public companies to be owned by the company

(C) Making, amending or terminating contracts relating to renting the business of the company in whole or in part Assigning other persons to manage the business of the company Or merging with other people With the purpose of sharing profit and loss

- (D) Amendment to the Memorandum of Association or Articles of Association of the Company
- (E) Capital increase or Capital reduction of the company
- (F) Dissolution of the company
- (G) Debentures issued by the Company
- (H) Merger of companies with other companies

Article 41. The business that the annual general meeting of shareholders should call as follows:

- (1) Acknowledge the report of the Board of Directors that represents the business of the Company in the past year.
- (2) Considering and approving the balance sheet and profit and loss account
- (3) Consider and approve the allocation of profits And dividend payment
- (4) To consider the election of new directors in place of those retiring by rotation And determine remuneration for directors
- (5) Consider the appointment of auditors and determine the amount of audit fees and
- (6) Other businesses

Article 46. Do not pay dividends from money other than profit. In the event that the Company still has accumulated losses, no dividend shall be paid.

The dividend shall be divided according to the number of shares, equal to each share. The dividend payment must be approved by the shareholders' meeting.

The Board of Directors may pay interim dividends to shareholders from time to time. When seeing that the company is profitable enough to do so and when paying interim dividends to report the dividend payment to the shareholders 'meeting in the next shareholders' meeting.

The payment of dividends shall be made within one (1) month from the date of the shareholders' meeting. Or in which the board of directors voted, as the case may be, shall be notified in writing to the shareholders and shall advertise such notice of dividend payment in the newspaper for at least three (3) consecutive days.

Article 47. The Company shall prepare a portion of annual net profit as a reserve fund of not less than five (5) percent of the annual net profit.

Less with accumulated loss brought forward (if any) until this reserve is not less than ten percent (10) of the registered capital

Proxy Form (Form A)

Close stamp duty 20 baht

Write at.....

Date Month.....

(1) Inationality..... address

(2) Being a shareholder of Richy Place 2002 Public Company Limited ("Company") By holding the total amount of shares.....shares And voting is equal to.....as follows Common share.....share Voting is equal to.....the sound Preferred sharesshare Voting is equal to.....the sound

(3) [] Granting proxy to

- [] 1. Name Age Year Add dass Road..... District / Province..... District / Region province..... Zip code..... or 2. Name Age Year Add dass Road..... District / Province..... District / Region Province..... Zip code..... or 3. Name Age Year Add dass Road..... Sub-district / District. District / Region Province..... Zip code.....

Only one person is my representative. To attend the meeting and vote on my behalf At the Annual General Meeting of Shareholders No. 1/2026 on April 28, 2026 at 2:00 p.m., it was a meeting via electronic media only.

Any business that the proxy has done in that meeting to hold as if I had done myself in all respects

Signed Proxy (.....) sign..... Proxy (.....) sign..... Proxy (.....) sign..... Proxy (.....)

note The shareholder appointing the proxy must have only one proxy to attend the meeting and vote. Can't break Split the number of shares for many proxies to split votes.

Close stamp duty 20 baht

Proxy Form B

(Designated items To be a clear, clear proxy)

Write at.....

Date Month.....

(1) Inationality..... address

(2) Being a shareholder of Richy Place 2002 Public Company Limited By holding the total shares.....shares And voting is equal to.....sound as follows Ordinary share.....share Can vote equal to.....the sound Preferred sharesshare Can vote equal to.....the sound

(3) Granting proxy to 1.Ageyear Add dassRoad..... District / District..... District / Districtprovince Zip codeor 2.Ageyear Add dassRoad..... District / District..... District / Districtprovince Zip codeor 3.Ageyear Add dassRoad..... District / District..... District / Districtprovince Zip codeor

Any one as my representative to attend the meeting and vote on my behalf at the Annual General Meeting of Shareholders No. 1/2026 on April 28, 2026 at 2:00 p.m., which is a meeting via electronic media only. I hereby authorize the proxy to vote on my behalf in this meeting as follows :

Agenda 1 To consider and certify the Minutes of the 2025 Annual General Meeting of Shareholders No. 1 held on April 25, 2025.

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Abstain

Agenda 2 To consider and acknowledge the operating results of the year 2025.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 3 To consider and approve the Company's financial statements For the accounting period ending on December 31, 2025.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 4 Consider approving the omission of profit allocation. Legal reserve and refrain from paying dividends for operating results for the year 2025.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 5 Consider and approve the appointment of directors to replace those who retire from office by rotation.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 6 Consideration on the determination of the directors' remuneration for the year 2026.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 7 Consider appointing the auditors and fixing the auditor's remuneration for the year 2026.

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

Agenda 8 Consider other matters (if any)

- (A) The proxy holder has the right to consider and vote on my behalf in all respect as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
- Agree Disagree Refrain

(4) Voting of proxies in any agenda which is not as specified in this proxy the vote is considered invalid and is not my vote as a shareholder.

(5) In the event that I do not specify the intention to vote in any agenda or is unclear or in the case that the meeting has considered or voted on any matter other than the matter specified above Including the case of any alteration or addition of facts Granting the proxy to consider and vote on my behalf in all respects as deemed appropriate

Any business that the proxy has done in the meeting Except in the case that the proxy does not vote as I specified in the proxy form, as if I had done myself in all respects

sign.....Proxy
(.....)

sign.....Proxy
(.....)

sign.....Proxy
(.....)

sign.....Proxy
(.....)

note :

- 1. The shareholder appointing the proxy must appoint only one proxy to attend and vote. Can not divide the number of shares to many proxies to separate votes
- 2. Agenda for the election of directors can elect the entire committee or elect individual directors.
- 3. In the event that there are more agenda items considered in the meeting than the agenda specified above The grantor can specify additional details in the attached proxy form, Form B as attached.

Regular statement for Proxy Form B.

Appointment of proxy as a shareholder of Richy Place 2002 Public Company Limited at the Annual General Meeting of Shareholders

No. 1/2026 on April 25, 2025 at 2:00 p.m., which was a meeting via electronic media.

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda 5 : To consider the election of directors to replace those retiring by rotation (continued)

- Name of Director
- Agree Disagree Abstain Damaged
- Name of Director
- Agree Disagree Abstain Damaged
- Name of Director
- Agree Disagree Abstain Damaged
- Name of Director
- Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

Agenda..... Subject

- (A) The proxy holder has the right to consider and vote on my behalf in all respects as appropriate.
- (B) The proxy shall vote according to my wishes as follows:
 - Agree Disagree Abstain Damaged

I certify that List of regular items per proxy form Accurate, complete and true in all respects

sign.....Proxy
 (.....)
 sign.....Proxy
 (.....)
 sign.....Proxy
 (.....)
 sign.....Proxy
 (.....)

Map of the venue of the Annual General Meeting of Shareholders by meeting via electronic media only



Risi Place 2002 Public Company Limited

667/15, 7th floor, Atthabun Building, Charansanitwong
Road, Arun Amarin, Bangkok Noi, Bangkok 10700

0 2886 1816-7

Buses passing by: Line 40, 42, 56, 68, 80, 108, Bus No. 56, 68, 79, 80, 108, 509, 542

Registration form for electronic conferencing

Write at.....

DateMonth.....B.E.....

I.....

ID card/passport numberNationality.....

Address

.....

Email.....Mobile Phone

Is a shareholder of Richy Place 2002 Public Company Limited, registration number of the securities holder by holding the total amount of sharesshare

I hereby confirm to attend and vote at the Annual General Meeting of Shareholders for the year 2026 on Tuesday 28 April 2026 at 2:00 p.m. via electronic media (E-AGM) by

Attend the E-AGM meeting in person and ask the company to send a link to attend the meeting via electronic media (E-AGM) to my e-mail as stated above

Assign proxy to Mr./Mrs./Ms..... mobile phone.....Attend the E-EGM meeting instead and ask the company to send a link to attend the meeting via electronic media (E-AGM) to e-mail.....

Sign.....Shareholders
(.....)

Note: Please send the form to verify your identity via email. companysecretary@richy.co.th
Available from today until 23 April 2026.

History of persons nominated for the position

Mr. Anen Aung-Aphinant

Age : 72 years

Independent Directors and Audit Committee

Date of being a director : 25 September 2020

Term of Office: : 5 years 7 months
(as of 28 April 2026)

Expertise : Engineering and management



Education

- Master of Engineering in Industrial Engineering and Management, A.I.T. Institute
- Bachelor of Engineering in Mechanical Engineering
- Certificate, National Defense College (NDC 4414)
- Certificate of Senior Executive Program in Urban Management (3rd batch)

Currently holding the position of

Director of a listed company

- 2024 – Present Audit Committee, Richy Place 2002 Public Company Limited
- 2020 – Present Director, Richy Place 2002 Public Company Limited

Positions held in non-listed companies

- 2007 – present Managing Director, A.N. Empire Co., Ltd.
- 1992 – present Managing Director, Quality Machine Tool Co., Ltd.

Positions in other organizations

- 2005 – present, Board member, Thai Machinery Association
- 2002 – present, Board member, Federation of Thai Industries

Past experience

- 2018 – 2022 Chairman of the Audit Committee, Federation of Thai Industries
- 2014 – 2016 Chairman of the Cluster Committee of Mechanical and Metalworking Engineering, Federation of Thai Industries
- 2008 – 2012 Chairman of the Machinery and Metalworking Group, Federation of Thai Industries
- 2005 – 2006 Vice Chairman of the Federation of Thai Industries
- 2003 – 2004 Chairman of the Energy for Industry Committee, Federation of Thai Industries
- 2003 – 2004 Vice Chairman of the Environment for Industry Committee, Federation of Thai Industries

Training history

- Director Accreditation Program (DAP)174/2020

Shareholding proportion of the company as of

December 31, 2025 : 4,282,747 shares

Number of meetings attended in 2025 :

4 Board of Directors meetings, attended 4 times

History of legal violations in the past 5 years:

- None -

History of transactions that may create a conflict of interest with the company in 2025 : - None -

Selection criteria and methods: Approved by the Nomination and Remuneration Committee

History of persons nominated for the position

Ms. Pichaya Tansode

Age : 35 years

Executive Director and Company Director

Date of being a director : 28 April 2023

Term of Office: : 3 years
(until 28 April 2026)

Expertise : Engineering and management



Education

- Master's Degree, Second Class Honours: MSc International Real Estate and Planning from University College London (UCL), United Kingdom
- Master of Business Administration (MBA), Mahidol University
- Bachelor's Degree, Second Class Honours: The BEng(Hons) Civil Engineering from The University of Nottingham, United Kingdom
- Bachelor of Engineering (Civil Engineering), Thammasat University

Currently holding the position of

Director of a listed company

- 2022 – Present: Chief Executive Officer, Richy Place 2002 Public Company Limited
- 2017 – Present: Head of Business Development, Richy Place 2002 Public Company Limited

Positions held in non-listed companies

- 2020 - Present: Director, Attaboon Co., Ltd.
- 2020 - Present: Director, Attaboon Asset Co., Ltd.
- 2020 - Present: Director, Ultimate Asset Co., Ltd.
- 2020 - Present: Director, Richy Place Phatthana 2562 Co., Ltd.
- 2019 - Present: Director, Richy Place Ekkamai Co., Ltd.
- 2016 - Present: Director, Richy Development 2016 Co., Ltd.

Positions in other organizations

- 2020 - Present: Executive Committee Member, Thai Condominium Association; Chair of International Affairs.

Past experience

- 2018 - 2019 Board Member, Nonthaburi Real Estate Trade Association

Training history

- Company Secretary Program (CSP), Batch 56/2014

Shareholding proportion of the company as of

December 31, 2025 : 81,518,322 shares, or 5.00%.

Number of meetings attended in 2025 :

4 board meetings; attended 4 times.

History of legal violations in the past 5 years:

- None -

History of transactions that may create a conflict of interest with the company in 2025 : - None -

Selection criteria and methods: Approved by the Nomination and Remuneration Committee

History of persons nominated for the position

Mr. Somnuan Musikin

Age : 78 years

Audit Committee Member and Independent Director

Date of being a director : 27 February 2026
 Term of Office: : 2 month
 (until 28 April 2026)
 Expertise : Accounting



Education

- Bachelor of Accountancy, Thammasat University

Currently holding the position of

Director of a listed company

- 2018-Present: Independent Director and Chairman of the Audit Committee, Green Resources Public Company Limited
- 2004-2022: Independent Director (Audit Committee Member), Seafo Public Company Limited

Positions held in non-listed companies - None -

Positions in other organizations - None -

Past experience

- 1994-2006 Managing Director Lucent Technologies Network (Thailand) Co., Ltd.
- 1989-1993 Director of Finance AT&T Telecommunications Products (Thai) Ltd.
- 1985-1988 Controller, The Oriental Hotel Bangkok

Past experience

- 1971-2022 Certified Public Accountant

Training history

- Director Accreditation Program (Class 21/2004)
- Audit Committee Program (Class 5/2005)
- Director Certification Program (Class 97/2007)

Proportion of company securities held as of December 31, 2025 - None -

Number of meetings attended in 2025 :

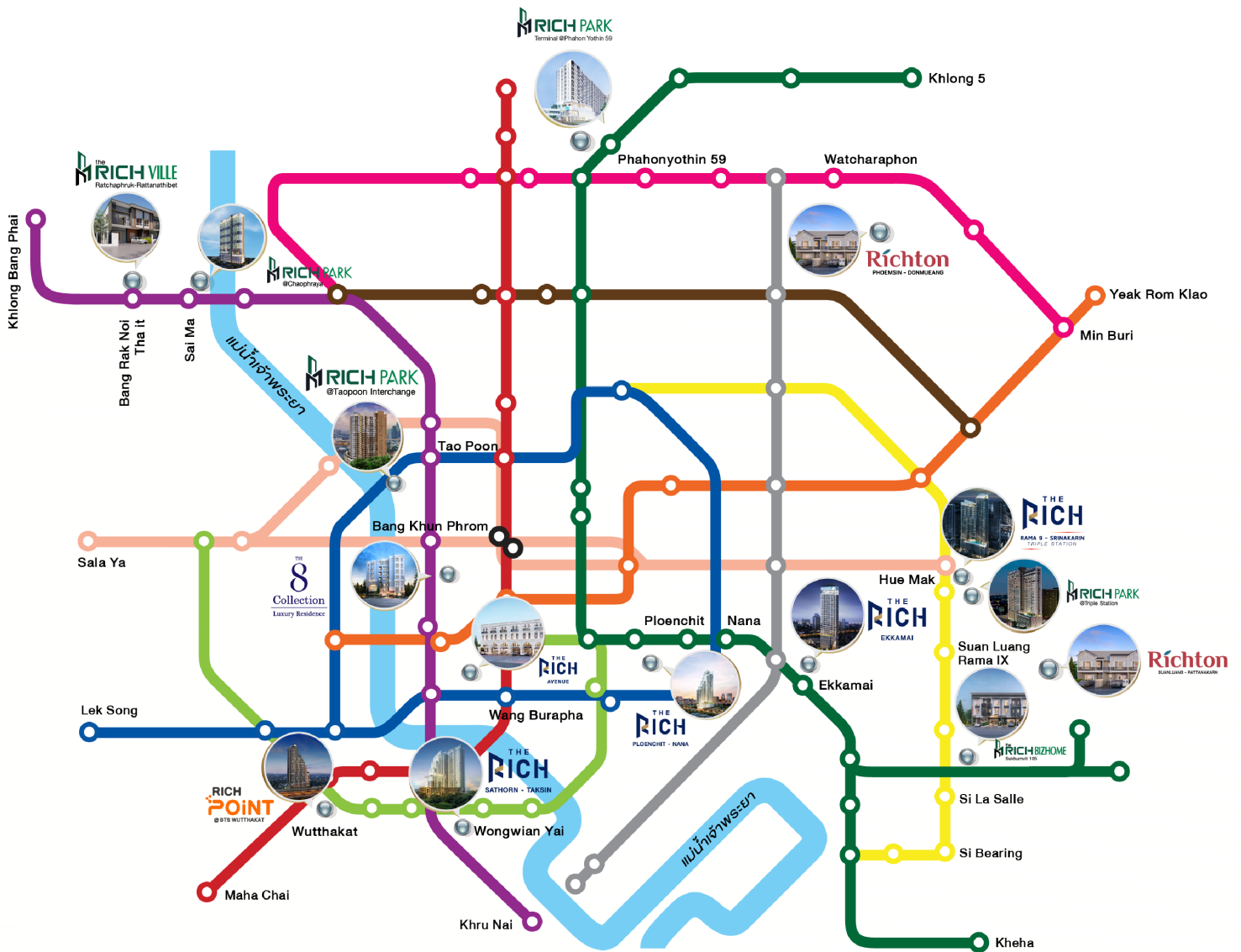
Appointed on February 27, 2026.

History of legal violations in the past 5 years:

- None -

History of transactions that may create conflict with the company in 2025 : - None -

Selection criteria and methods: Approved by the Nomination and Remuneration Committee



RICHY PLACE 2002 PUBLIC COMPANY LIMITED



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