

**Minutes of the 2026 Annual General Meeting of Shareholders****Bound and Beyond Public Company Limited****Date, Time and Method of Meeting**

The 2026 Annual General Meeting of Shareholders of Bound and Beyond Public Company Limited was held on Thursday, April 23, 2026, at 12.30 hrs., via electronic devices only in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means, B.E. 2563 (2020), including other applicable laws and regulations.

Before the meeting started, the Company presented a video explaining the procedures and methods for attending the meeting, including steps for making inquiries and expressing opinions via electronic devices, to shareholders and proxies who registered to attend the meeting so that all attendees could conveniently attend the meeting via electronic devices.

Opening Time of this Meeting

Mr. Thanat Sunthornmethanon, Company Secretary, who acted as the Secretary to the Meeting, introduced the directors, executives and auditors of the Company attended the meeting as follows:

Directors Attended

- | | |
|--------------------------------|---|
| 1. Mr. Sadawut Taechaubol | Chairman of the Board of Directors |
| 2. Mr. Tommy Taechaubol | Director / Chairman of the Executive Committee / Chairman of the Nomination and Remuneration Committee / Acting Chairman of the Risk Management Committee |
| 3. Mrs. Kamonwan Wipulakorn | Director / Member of the Executive Committee / Member of the Risk Management Committee / Managing Director |
| 4. Mr. Chumpol Rimsakorn | Independent Director / Chairman of the Audit Committee |
| 5. Dr. Kurujit Nakornthap | Independent Director / Member of the Audit Committee |
| 6. Mr. Bin Wieringa | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |
| 7. Mr. Ben Taechaubol | Director / Member of the Executive Committee |
| 8. Mr. Nattawut Phaisanwattana | Director |
| 9. Mr. Ittinant Suwanjutha | Independent Director / Member of the Nomination and Remuneration Committee |

In total, there were 9 directors out of a total of 9 directors attending the meeting, representing 100 percent.



Executives Attended

1. Mr. Boonsong Sumnuk Vice President, Finance and Accounting Unit
(Acting The Person Taking the Highest Responsibility in Finance and Accounting / The Person Supervising Accounting)
2. Mr. Parkpoom Prapasawudi Senior Vice President, Portfolio Management Unit

Auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. Attended

1. Mr. Wonlop Vilaivaravit
2. Ms. Tanyaporn Sinvisoot

In this meeting, Ms. Wipawan Kamonlaphworakun, an independent legal advisor from Dharmmiti Law Office Co., Ltd., attended the meeting and acted as the witness for vote counting. In addition, the Company had assigned Quidlab Co., Ltd. to act as an electronic meeting service provider for today meeting. Quidlab was a service provider certified by the Electronic Transactions Development Agency (ETDA).

Thereafter, the Secretary to the Meeting reported to the Meeting that, at the opening time of the meeting, there were shareholders attending the meeting in person of 3 persons, holding 2,067,000 shares in total, and attending by proxies of 71 persons, holding 166,375,569 shares in total. Therefore, there were total shareholders attending the meeting in person and by proxies of 74 persons, holding total shares of 168,442,569 shares, representing 59.55 percent of the total issued shares of the Company as of March 11, 2026, being the date for determining the name of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (“Record Date”), in the amount of 290,068,730 shares.

During the meeting time, there were additional shareholders attending the meeting in person of 1 person, holding 61,400 shares. Thus, there were total shareholders attending the meeting in person and by proxies of 75 persons, holding total shares of 168,503,969 shares, representing 59.57 percent of the total issued shares of the Company as of the Record Date. In this regard, the Company adjusted the number of votes of shareholders attending the meeting in each agenda to ensure the accuracy of number of votes.

Subsequently, the Secretary to the Meeting explained to the Meeting about the criteria for vote casting and vote counting as follows:

- Voting would be conducted openly. Each person had a number of votes equal to the number of shares that they held or were proxied, i.e. 1 share per 1 vote;
- The shareholders attending the meeting in person and the proxies from the Proxy Form A and Proxy Form B were required to cast the Approval or Disapproval votes or Abstain from voting, and could not split the vote in each agenda. However, the proxies from the Custodian using the Proxy Form C could split the vote in each agenda. In case the shareholders had specified his/her intention for voting. The votes had been recoded as specified in the proxy forms at the time of registration.



- For Agenda 6 “To consider and approve the election of directors to replace directors to be retired by rotation”, the voting would be conducted for each candidate nominated as a director separately.
- The Company would combine the votes specified in the proxy forms with the votes casted by shareholders and proxies during the meeting.
- For vote counting, the Company would deduct the disapproval and abstention votes from the total number of votes, and the remaining votes would be considered as approval votes.
- “Total number of votes” meant the votes casted by shareholders through proxy forms together with the votes casted by shareholders and proxies during the meeting.
- When the voting was closed, the system controller would proceed with vote counting. Then, the Secretary to the Meeting would announce the voting results to the Meeting immediately before considering the next agenda. For Agenda 6 “To consider and approve the election of directors to replace directors to be retired by rotation”, the Secretary to the Meeting would announce the voting results of each candidate separately.
- The calculation base for each agenda might be different since there might be additional shareholders and proxies attending the meeting during the meeting time.

After that, the Secretary to the Meeting clarified the Meeting about the steps for making inquiries and expressing opinions via electronic devices, including the process of voting via electronic devices. In addition, the Meeting was informed that the Company conducted VDO record for this meeting.

Subsequently, Mr. Sadawut Taechaubol, Chairman of the Board of Directors, who acted as the Chairman of the Meeting (“Chairman”) declared the meeting open, and conducted the meeting according to the agenda specified in the invitation letter as follows:

Agenda 1 The Chairman’s message

The Chairman assigned the Secretary to the Meeting to report to the Meeting about the information on the Company’s shareholding as of the date for determining the name of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date).

The Secretary to the Meeting reported to the Meeting that as of March 11, 2026 being date for determining the name of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date), the Company had 4,363 shareholders, consisting of Thai shareholders of 96.50 percent of the total issued shares on that date, and foreign shareholders of 3.50 percent of the total issued shares on that date.



Then, the Chairman thanked all shareholders and stakeholders for their confidence and support that they had always given to the Company, and further informed that although BEYOND Group encountered various of challenges in the year 2025 which affected its business operations, the Company responded by putting in place well-structured and effective measures to manage and overcome those challenges. The Board of Directors remained firmly committed to carrying out its duties to the best of its abilities in overseeing the management team, consistent with the Board of Directors' intention to maintain a majority of non-executive directors. In addition, the Board of Directors had continued to support and work closely with the management team to drive the Company's business growth and expansion. The Company aimed to deliver fair and appropriate returns to shareholders while also creating value for all stakeholders. In pursuing these goals, the Company continued to uphold the principles of good corporate governance across all aspects of its operations, providing a strong foundation for sustainable and stable long-term growth.

After the Chairman finished his speech, the Secretary to the Meeting informed the meeting that since Agenda 1 was to acknowledge the Chairman's message, the voting was not required for this agenda.

Agenda 2 To acknowledge the Company's performance results for the year 2025

The Chairman assigned the Secretary to the Meeting to report to the Meeting about the objective and rationale of this agenda, and assigned Mrs. Kamonwan Wipulakorn, Managing Director, to report to the Meeting about the Company's performance results for the year 2025.

The Secretary to the Meeting reported to the Meeting that, according to Article 34 (1) of the Company's Articles of Association, the Annual General Meeting of shareholders was required to be acknowledged the Board of Directors' report indicating the Company's performance results in the past year. In this regard, the Company had prepared the report of the year 2025 performance results which contained accurate and complete information, and delivered to shareholders together with the invitation letter to the 2026 Annual General Meeting of Shareholders in QR Code Format according to the Enclosure 1 of the invitation letter to the 2026 Annual General Meeting of Shareholders.

Mrs. Kamonwan Wipulakorn, Managing Director, reported to the Meeting about the Company's performance results for the year 2025 as follows:

Throughout the year 2025, the Company had operated its business under 3 main strategic principles: (1) driving sustainable growth while maintaining financial discipline, (2) strengthening its leadership in the Ultra-Luxury market segment, and (3) expanding growth opportunities in both the Hotel Business and Lifestyle Business, both in domestic and oversea locations.

During the year 2025, Four Seasons Hotel Bangkok at Chao Phraya River ("Four Seasons Hotel Bangkok") and Capella Hotel Bangkok had continued to earn global recognitions. In The World's 50 Best Hotels 2025 rankings, Four Seasons Hotel Bangkok had been ranked the world's second-best hotel, while Capella Hotel Bangkok had been ranked the world's third-best hotel. Both hotels also had obtained several other prestigious awards and compliments throughout the year, further representing the outstanding potential in service and management of both hotels.



In the year 2025 operating performance, the Company generated total revenue of 3,310 million Baht mainly from the Hotel Business, with EBITDA of 710 million Baht. In Q4/ 2025, both Four Seasons Hotel Bangkok and Capella Hotel Bangkok achieved record-high quarterly revenue of 1,090 million Baht, representing a 4 percent increase compared to the previous year. Although overall annual revenue had declined in line with industry conditions and a reduction in foreign tourist arrivals, the Company, through effective management of operating expenses and financial costs, had remained profitable and reported a net profit of 0.78 million Baht in the year 2025 (according to the consolidated financial statements). The Company had been able to maintain EBITDA at a level over 700 million Baht.

In terms of financial costs, as of December 31, 2025, the Company's interest-bearing debt-to-equity ratio was 0.82 times, while its total debt-to-equity ratio was 1.05 times. Both ratios continued to decrease from the previous year and remained below the industry average, reflecting the Company's prudent financial management. During the year 2025, the Company had repaid debentures and financial institution loans upon maturity and restructured its borrowings by converting 1,000 million Baht of short-term loan into long-term loan. The Company also planned to convert the remaining 1,000 million Baht of short-term loan into long-term loan, with completion expected to be within Q3/2026. Regarding the Company's debentures, 1 series would be due in May 2026, and the Company had already made the necessary preparations for repayment. In addition, in the year 2025, the Company implemented a Treasury Stock program for financial management purposes, covering up to 10 percent of the Company's total paid-up shares, with a maximum budget of 250 million Baht. This program would expire in May 2026.

With regard to the Company's sustainability (ESG) performance, the Company continued to strengthen its operations across all 3 dimensions in the year 2025, as follows: (1) Environmental Dimension: the Company continued to improve the efficiency of water resource and waste management systems, while also continuously reducing greenhouse gas emissions in alignment with the standards of the Global Sustainable Tourism Council (GSTC). (2) Social Dimension: the Company places strong emphasis on respect for human rights. In the past year, the Company was not subject to any human rights complaints, particularly with respect to labor disputes. (3) Governance Dimension: the Company received several governance-related recognitions and awards in the year, including the Investor Relations Award presented by the Stock Exchange of Thailand at the SET Awards 2025. In addition, the Company received an "Excellent" or "5-Star" corporate governance rating in the 2025 Corporate Governance Report of Thai Listed Companies for the fourth consecutive year from the Thai Institute of Directors Association, and achieved a full score of 100 points in the 2025 Annual General Meeting quality assessment for the fourth consecutive year from the Thai Investors Association.

With respect to the Company's operational direction for the year 2026, the Company committed to maintaining excellence in its core businesses while pursuing focused growth opportunities. The Company had set a revenue target of 3,600 million Baht for the year 2026, representing an 8 percent increase from the previous year. To achieve this target, the Company would continue to strengthen the competitive positioning of both Four Seasons Hotel Bangkok and Capella Hotel Bangkok, while also expanding its Hotel and Lifestyle Businesses. As part of the expansion of its Hotel Business, the Company was preparing to launch its first proprietary hotel brand, KAIA Koh Phangan, a luxury resort project developed together with the MOKEN Beach Club. The Company expected to commence a soft opening in Q4/2026, with full operations planned for the year 2027. Concerning the Lifestyle Business, the Company had partnered with international business operators to launch 2 new restaurants: Zephyr Monaco in Monaco and Jul's London in the United Kingdom, both of which commenced operations in Q1/2026. In addition, in the year 2026, the Company joined the JUMP+ Program organized by the Stock Exchange of Thailand to further strengthen the organization in a systematic manner across key areas, including business growth, corporate governance,



and climate management. The Company had already submitted its 3-year operational plan for the year 2026–2028 to the Stock Exchange of Thailand.

Thereafter, the Secretary to the Meeting reported to the Meeting of the Company’s anti-corruption performance during 2025 that, as per the fact that the Company had previously declared its intention to participate in the Thai Private Sector Collective Action Against Corruption (CAC), in the year 2022, the Company submitted its third application for CAC certification and was granted certification for a period of 3 years, which expired in the year 2025. In preparation for the renewal of its CAC certification, the Company undertook various initiatives, including reviewing and strengthening its anti-corruption policies and practices, as well as ensuring their strict implementation throughout BEYOND Group. The Company also submitted all required documents and supporting evidence for the renewal application before December 31, 2025. Subsequently, on March 31, 2026, the Company successfully received its fourth CAC certification, which would remain valid for another 3 years until the year 2029.

After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express their opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing opinions on this agenda. Thus, the Secretary to the Meeting informed the Meeting that since this agenda was for acknowledgment of the Company’s performance results for the year 2025, the voting was not required for this agenda.

Agenda 3 To consider and approve the Company’s financial statements for the fiscal year ended December 31, 2025

The Chairman assigned the Secretary to the Meeting to report this agenda to the Meeting.

The Secretary to the Meeting referred the Meeting to Article 34 (2) of the Company’s Articles of Association, which stipulated that the annual general meeting of shareholders would consider the Company’s financial statements as at the end of the Company’s fiscal year (the Company’s fiscal year ended on 31 December of every year). In this regard, the Company had prepared the Company’s financial statements for the fiscal year ended December 31, 2025, which had been audited and certified by the Company’s auditor. The details appeared in the Annual Report for the Year 2025 (Form 56-1 One Report) in QR Code format, as Enclosure 1 of the invitation letter to the 2026 Annual General Meeting of Shareholders, which the significant details could be summarized as follows:

Items	Consolidated Financial Statements		
	Year 2025	Year 2024 (Restated)	Year 2024
Total assets (Million Baht)	13,205.06	13,350.16	13,155.16
Total liabilities (Million Baht)	6,754.81	6,883.43	6,883.43
Total shareholders’ equity (Million Baht)	6,450.25	6,466.73	6,271.73
Revenue from hotel operations (Million Baht)	3,310.18	3,473.25	3,473.25
Net profit for the year attributable - owned by the Company (Million Baht)	2.35	(28.98)	(37.03)
Basic earnings (losses) per share (Baht/Share)	0.01	(0.10)	(0.13)



After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express the opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing the opinions on this agenda. Thus, the Secretary to the Meeting requested the Meeting to vote on this agenda.

Resolution

The Meeting approved the Company's financial statements for the fiscal year ended December 31, 2025, with a simple majority vote of the shareholders attending the meeting and casting their votes, as following details:

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4 To acknowledge an omission of allocation of legal reserve, and approve an omission of 2025 annual dividend payment

The Chairman assigned the Secretary to the Meeting to report this agenda to the Meeting.

The Secretary to the Meeting referred the Meeting to Article 34 (3) of the Company's Articles of Association, which stipulated that the annual general meeting of shareholders was required to consider the allocation of net profit as dividend for shareholders, and Article 40 of the Company's Articles of Association, which stipulated that the payment of dividend from any type of money other than profit could not be made and the payment of dividend was prohibited in case that the Company had accumulated losses.

For the year 2025, the Company generated net loss of 99,977,871.00 Baht, as appeared in the separate financial statements of the Company for the fiscal period ended December 31, 2025.

In addition, Articles 39 of the Company's Articles of Association stipulated that, the Company was required to allocate its annual net profit, after deducting accumulated losses brought forward (if any), in the amount of not less than five (5) percent as reserve fund until this fund attained an amount of not less than ten (10) percent of the registered capital.

In this regard, since the Company generated loss for the year 2025, the Company therefore omitted to allocate legal reserve. As of December 31, 2025, the Company had registered capital of 2,900,687,300.00 Baht and had legal reserve of 263,184,205.00 Baht

The Company had a policy to pay dividend in normal case at the rate of 50 percent of net profit after deducting corporate income taxes, unless the Company deemed it necessary to use cash for future business expansion.



The Board of Directors considered and agreed to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval an omission of the 2025 annual dividend payment since the Company generated loss for the year 2025, according to the Article of Association and the Dividend Payment Policy of the Company.

Details of payment / omission of payment of dividend	Year 2025 (Proposed year)	Year 2024
1. Net profit (loss) for the year	(99,977,871) Baht	(186,707,862) Baht
2. Total number of issued shares	290,068,730 Share	290,068,730 Share
3. Dividend payment per share	Omission of payment	Omission of payment
4. Total dividend payment	Omission of payment	Omission of payment
5. Proportion of dividend from net profit (%)	-	-

After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express their opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing opinions on this agenda. Thus, the Secretary to the Meeting requested the Meeting to vote on this agenda.

Resolution

The Meeting acknowledged the omission of allocation of legal reserve, and approved an omission of 2025 annual dividend payment, with a simple majority vote of the shareholders attending the meeting and casting their votes, as following details:

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5 To consider and approve the determination of remunerations for the Board of Directors and sub-committees for the year 2026

The Chairman assigned the Secretary to the Meeting to report this agenda to the Meeting.

The Secretary to the Meeting referred the Meeting to Article 34 (6) of the Company's Articles of Association, which stipulated that the annual general meeting of shareholders was required to consider the determination of remunerations for the Board of Directors.



The Company had established a policy regarding the determination of remunerations for the Board of Directors and sub-committees, by having the Nomination and Remuneration Committee (“NRC”) to be responsible for considering the determination of remunerations for the Board of Directors and sub-committees, for proposing to the Board of Directors for consideration before further proposing to the shareholder meeting for consideration and approval. In this regard, the NRC had carefully considered the determination of remunerations for the year 2026 according to the criteria established by the Company, which had to take into account the various factors, covering the Company’s performance results in the past year, duties and responsibilities, results of performance evaluation of the Board of Directors and sub-committees in the last year, comparative information of remunerations for the Board of Directors and sub-committees of other companies in the same industry group which had similar size, including 2026 meeting plans of the Board of Directors and each sub-committee, and trend of business expansion and profit growth of the Company for the year 2026. Then, the NRC opined that it was appropriate to determine the remunerations for the Board of Directors and sub-committees for the year 2026 at the same rate as the remunerations for the Board of Directors and sub-committees for the year 2025.

The Board of Directors had considered the opinions of the NRC and opined that the determination of remunerations for the Board of Directors and sub-committees for the year 2026 as per opinions of the NRC was appropriate. Therefore, the Board of Directors had agreed to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the determination of remunerations for the Board of Directors and sub-committee for the year 2026, which consisted of Annual Retention Fee and Meeting Allowance without other benefits, with the following details:

	Position ⁽¹⁾	Annual Retention Fee ⁽²⁾		Meeting Allowance ⁽³⁾		Other Benefits	
		(Baht/Year)		(Baht/Meeting)			
		2026 (Proposed year)	2025	2026 (Proposed year)	2025	2026 (Proposed year)	2025
1. Board of Directors	Chairman	300,000	300,000	35,000	35,000	- None-	- None-
	Director	300,000	300,000	30,000	30,000	- None-	- None-
2. Audit Committee	Chairman	200,000	200,000	- None-	- None-	- None-	- None-
	Director	200,000	200,000	- None-	- None-	- None-	- None-
3. Executive Committee	Chairman	-None-	- None-	25,000	25,000	- None-	- None-
	Director	- None-	- None-	20,000	20,000	- None-	- None-
4. Risk Management Committee	Chairman	- None-	- None-	25,000	25,000	- None-	- None-
	Director	- None-	- None-	20,000	20,000	- None-	- None-
5. Nomination and Remuneration Committee	Chairman	- None-	- None-	25,000	25,000	- None-	- None-
	Director	- None-	- None-	20,000	20,000	- None-	- None-

Additional Information: (1) To be exclusively paid to directors and/or members of sub-committees who are not executive.

(2) To be paid in quarterly installments.

(3) To be only paid in case of attending the meeting.



After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express the opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing the opinions on this agenda. Thus, the Secretary to the Meeting requested the meeting to vote on this agenda.

Resolution

The Meeting approved the determination of remunerations for the Board of Directors and sub-committees for the year 2026, with a vote of no less than two-thirds of the total number of votes of the shareholders attending the meeting, as following details:

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	0
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a vote of no less than two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 6 To consider and approve the election of directors to replace directors to be retired by rotation

The Chairman informed the Meeting that, since Dr. Kurujit Nakornthap, Mr. Ittinant Suwanjutha and Mr. Tommy Taechaubol were directors to be retired by rotation this year, and the Company would propose to the Meeting to consider the appointment of these 3 directors as director for another term, therefore the Chairman requested Dr. Kurujit Nakornthap, Mr. Ittinant Suwanjutha and Mr. Tommy Taechaubol to leave the meeting during the consideration of this agenda.

The Chairman assigned the Secretary to the Meeting to report this agenda to the Meeting.

The Secretary to the Meeting referred the Meeting to Article 21 of the Company's Articles of Association, which stipulated that at every annual general meeting of shareholders, one-third of directors, who held office for the longest time, had to be retired from office, where the retired directors could be re-elected as director. In addition, Article 34 (4) of the Company's Articles of Association stipulated that, the annual general meeting of shareholders was required to consider the appointment of directors to replace directors who had to be retired by rotation.

At the 2026 Annual General Meeting of Shareholders, there were 3 directors who had to be retired by rotation, as follows:

1. Dr. Kurujit Nakornthap Independent Director
2. Mr. Ittinant Suwanjutha Independent Director
3. Mr. Tommy Taechaubol Director (Non-Executive Director)



The Company had established a policy regarding the nomination of director, by having the Nomination and Remuneration Committee, who had no conflict of interest (“NRC”) to be responsible for nominating the qualified persons to serve as directors, for proposing to the Board of Directors for consideration before further proposing to the shareholder meeting for consideration and approval. In this regard, the NRC (by members having no conflict of interest) carefully considered in nominating the persons who had full qualifications in accordance with relevant laws and regulations, and suitable to be director of the company where was publicly owned. Also, such persons must have knowledges, abilities, and experiences that would be beneficial to the business operations of the Company, and could dedicate time to fully perform the duties for the Company, so that these qualifications could support the creation of utmost benefits for the Company and shareholders. In nomination of directors, the NRC considered the diversity in the structure of the Board of Directors (Board Diversity). The Company prepared the Board Skills Matrix to be used for determining the qualifications of directors that should be nominated, which the lacking necessary skills would be taken into consideration.

In this regard, the NRC had nominated the directors according to the Company’s determined process as detailed above, and opined that throughout the past period, those 3 directors who had to be retired by rotation, had qualifications in accordance with relevant laws and regulations and possessed qualifications appropriate to the business operations of the Company, in all respects, and dedicated time to perform the duties to the fullest extent for the Company in order to create utmost benefits for the Company and shareholders. Therefore, the NRC opined that it was appropriated for 3 directors to be re-appointed as directors for another term.

Additionally, Dr. Kurujit Nakornthap had served as Independent Director of the Company for 10 years and Mr. Ittinant Suwanjutha had served as Independent Director of the Company for 5 months (holding the directorship for the remaining term of the resigning director who he replaced). If these 2 independent directors had been re-elected to this position and served the full office term, Dr. Kurujit Nakornthap would hold the position of Independent Director of the Company for a total of 13 years and Mr. Ittinant Suwanjutha would hold the position of Independent Director of the Company for a total of 3 years and 5 months. However, in the case of Dr. Kurujit Nakornthap, he was a person who possessed extensive knowledge and experience in businesses related to BEYOND Group. During his tenure as an Independent Director, he had consistently devoted his knowledge, capabilities, and experience, as well as provided independent and beneficial opinions to the Company’s business operations. He had also performed his duties with responsibility, due care, and integrity at all times.

The profiles of directors nominated for re-election to hold directorship for another term appeared in the Enclosure 2 of the invitation letter to the 2026 Annual General Meeting of Shareholders.

In addition to nomination of directors by the NRC as per the above details, the Company provided an opportunity for shareholders to nominate qualified persons to be elected as directors at the 2026 Annual General Meeting of Shareholders. In this regard, the Company informed such invitation through the disclosure portal of the Stock Exchange of Thailand, and disclosed the criteria for proposal on the website of the Company. The shareholders were invited to propose between October 20, 2025 to January 31, 2026. However, after completing the said time frame, there was no shareholder nominating the qualified person to be appointed as director as being invited by the Company.



The Board of Directors had considered the opinions of the NRC and opined that the persons nominated to this meeting had been fully considered according to the Company's determined process. Those persons had qualifications in accordance with relevant laws and regulations and had qualifications appropriate to the business operations of the Company, in all respects, and the Board of Directors had considered and found that the persons to be nominated as Independent Directors had the qualifications in accordance with the laws related to the requirements regarding Independent Directors, and suitable for the business operations of the Company, in all respects. Therefore, the Board of Directors had agreed to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the re-election of **(1) Dr. Kurujit Nakornthap, (2) Mr. Ittinant Suwanjutha, and (3) Mr. Tommy Taechaubol**, who had to be retired by rotation, to hold directorship for another term. In this respect, Dr. Kurujit Nakornthap and Mr. Ittinant Suwanjutha would serve as Independent Director, and Mr. Tommy Taechaubol would serve as Director (Non-Executive Director).

After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express the opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing the opinions on this agenda. Thus, the Secretary to the Meeting requested the Meeting to vote on this agenda.

Resolution

The Meeting approved the appointment of directors to replace directors to be retired by rotation, with a simple majority vote of the shareholders attending the meeting and casting their votes, as following details:

(1) The Meeting approved the appointment of Mr. Tommy Taechaubol as the Director (Non-Executive Director) for another term of office.

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.

(2) The Meeting approved the appointment of **Dr. Kurujit Nakornthap** as the Independent Director for another term of office.

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	166,799,669	98.99
Disapproval	1,704,300	1.01
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.



(3) The Meeting approved the appointment of **Mr. Ittinant Suwanjutha** as the Independent Director for another term of office.

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.

After completing the consideration of this agenda, Dr. Kurujit Nakornthap, Mr. Ittinant Suwanjutha, and Mr. Tommy Taechaubol, returned to the meeting.

Agenda 7 To consider and approve the appointment of auditors and determination of audit fee for the fiscal year ended December 31, 2026

The Chairman assigned the Secretary to the Meeting to report this agenda to the Meeting.

The Secretary to the Meeting referred the Meeting to Article 34 (5) of the Company's Articles of Association, which stipulated that the annual general meeting of shareholders was required to consider the appointment of auditors and determination of audit fee.

In considering the selection of auditors for the fiscal year ended December 31, 2026, the Audit Committee had considered and selected the auditors who had appropriate qualifications covering all aspects, which included educational qualifications, knowledges, abilities, experiences, supporting teams, and efficiencies and auditing results in the past period, especially the auditors' independence which musted not have any relationships or interests with the Company, subsidiaries, directors, executives, major shareholders, and any persons related to those persons. In this regard, the Audit Committee had opined that the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., which was the audit firm certified by the Securities and Exchange Commission, had appropriate qualifications covering all aspects as specified by the Company as mentioned above, especially the qualifications about the independence, which the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. had no any relationships or interests with the Company, subsidiaries, directors, executives, major shareholders, and any persons related to those persons, so that the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. were independent in auditing and expressing opinions on the Company's financial statements. Therefore, it was appropriate to appoint the following 4 auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditors for the fiscal year ended December 31, 2026.

1. Mr. Wonlop Vilaivaravit Certified Public Accountant No. 6797

who was approved to be an auditor of the Company since 2025 (totaling 1 year), and had signed on the Company's financial statements since 2025, totaling 1 years; and/or



2. Mr. Wee Sujarit

Certified Public Accountant No. 7103

who was approved to be an auditor of the Company since 2025 (totaling 1 year), but he had never signed on the Company’s financial statements; and/or

3. Dr. Kiatniyom Kuntisook

Certified Public Accountant No. 4800

who had never been an auditor of the Company, and had never signed on the Company’s financial statements; and/or

4. Ms. Porakoch Jongkolsiri

Certified Public Accountant No. 7150

who was approved to be an auditor of the Company since 2025 (totaling 1 year), but she had never signed on the Company’s financial statements.

The profiles and work experiences of 4 auditors appeared in Enclosure 3 of the invitation letter to the 2026 Annual General Meeting of Shareholders.

Moreover, the Audit Committee had considered the audit fee for the fiscal year ended December 31, 2026, as proposed by Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., in the total amount of 770,000 Baht for annual and quarterly financial statements, which was not an increase from the year 2025, and opined that the rate of proposed audit fee was similar to other companies in the same industry group which had similar size.

Comparative information on compensations paid to Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd.

Compensations paid to the auditor	Year 2026 (Proposed year)	Year 2025
Audit Fee	770,000 Baht	770,000 Baht
Non-Audit Fee	-None-	-None-

The Board of Directors had considered the Audit Committee’s opinions regarding the appointment of auditors and the determination of audit fees as detailed above, and agreed to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the appointment of auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company’s auditors for the fiscal year ended December 31, 2026, and had agreed to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the determination of audit fee for the fiscal year ended December 31, 2026 in the amount of 770,000 Baht.

Presently, the Company had 6 subsidiaries. The Company selected to use service from the same audit firm as the Company, which was Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., to act as auditors of 4 subsidiaries. For other 2 subsidiaries which did not had complex transactions in preparing financial statements, these 2 subsidiaries would use auditing service from other audit firms. In selecting the auditors from other auditing firms, the same criteria as for the Company would be used under selection process. In this regard, the Board of Directors would oversee to ensure that the financial statements could be prepared within the specified time period.



After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express the opinions on this agenda. However, there were no shareholders and proxies making any inquiries and expressing the opinions on this agenda. Thus, the Secretary to the Meeting requested the Meeting to vote on this agenda.

Resolution

The Meeting approved the appointment of auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., and determination of audit fee for the fiscal year ended December 31, 2026, namely

1. Mr. Wonlop Vilaivaravit Certified Public Accountant No. 6797; and/or
2. Mr. Wee Sujarit Certified Public Accountant No. 7103; and/or
3. Dr. Kiatniyom Kuntisook Certified Public Accountant No. 4800; and/or
4. Ms. Porakoch Jongkolsiri Certified Public Accountant No. 7150

In addition, the Meeting approved the determination of the 2026 audit fee in the amount of 770,000 Baht.

In this regard, the resolution was passed with a simple majority vote of the shareholders attending the meeting and casting their votes, as following details:

Shareholders' Votes	No. of Votes (1 share = 1 vote)	Percentage of Shareholders and Proxies Attending the Meeting
Approval	168,503,969	100
Disapproval	0	0
Abstention	0	Not being included in calculation base
Invalid Voting Card(s)	-None-	-None-
Total	168,503,969	100

Remark The resolution for this agenda required a simple majority vote of the shareholders attending the meeting and casting their votes.

After considering all agenda specified in the invitation letter for this meeting, the Secretary to the Meeting referred the Meeting to the Section 105 of the Public Limited Companies Act, B.E. 2535 (1992) which stipulated that, the shareholders, collectively held the shares of not less than one-third of the total number of issued shares of the Company, could request for the shareholder meeting to consider the matter other than those specified in the invitation letter. However, no shareholders and proxies proposed any other matters to the Meeting. In addition, the Secretary to the Meeting informed the Meeting that there were no shareholders proposing additional agenda, and there were no shareholders or proxies submitting questions in advance of this meeting to the Company as being invited by the Company through disclosure portal of the Stock Exchange of Thailand.



After that, the Chairman provided an opportunity for shareholders and proxies to make any inquiries and express the opinions in respect of the Company. There were shareholders and proxies making inquiries and expressing the opinions which could be summarized as follows:

Ms. Siriwan Jareansawan, the proxy of the Thai Investors Association, inquired about the Company's plans for short-term business expansion and how such plans would impact the Company's operating results.

Mrs. Kamonwan Wipulakorn, Managing Director, clarified that, pursuant to the Company's operational plan disclosed under the JUMP+ program, which established a 3-year operational framework, the Company aimed to achieve results in 3 key strategic areas by the year 2028, namely: (1) Growth of the core businesses, namely Four Seasons Hotel Bangkok and Capella Hotel Bangkok, with a focus on enhancing asset efficiency, as well as elevating service quality and customer experience in order to support revenue growth alongside effective cost management to improve the Company's profit creation; (2) Development of new businesses in order to create additional revenue streams, diversify the business portfolio, and capture opportunities from new markets with strong growth potential; and (3) Management of investment returns and efficient capital utilization, whereby the Company had set a target to achieve total EBITDA of 1,000 million Baht by the year 2028.

Mr. Vorraroj Sarikkhakul, a shareholder, inquired about the Company's future plans regarding dividend payment to shareholders.

Mrs. Kamonwan Wipulakorn, Managing Director, clarified that, as the Company was currently still in the early stage of earnings growth, the Company remained focused primarily on strengthening its cash flow management, together with maintaining disciplined investment practices in order to generate sustainable revenue and long-term profitability. Once the Company's operating results and cash flow position became stronger, the Company would further consider proposing an appropriate dividend payment to shareholders.

Mr. Vorraroj Sarikkhakul, a shareholder, inquired whether, upon the expiration of the current Treasury Stock program, the Company had a plan to continue implementing another Treasury Stock program.

Ms. Kamonwan Wipulakorn, Managing Director, clarified that the Company was currently considering its cash flow management approach following the expiration of the current Treasury Stock program, in order to ensure the most efficient management of the Company's cash flow. Should the Company determine that a Treasury Stock program would continue to be beneficial for financial management purposes, and provided that the Company had sufficient excess liquidity appropriate for the implementation of such program, the management team would propose the matter to the Board of Directors for consideration and approval of a subsequent Treasury Stock program, and the Company would further inform the shareholders accordingly.



There were no further inquiries and opinions from shareholders and proxies. The Chairman thanked all attendees and adjourned the meeting at 14.04 hrs.

Signed by-Signature-..... The Chairman to the Meeting

(Mr. Sadawut Taechaubol)

Chairman of the Board of Directors

Signed by-Signature-..... The Secretary to the Meeting

(Mr. Thanat Sunthornmethanon)

Minutes Taker