

**Minutes of the 2026 Annual General Meeting of Shareholders (No. 77)**  
**via electronic method (E-AGM)**  
**Allianz Ayudhya Capital Public Company Limited**  
**On Wednesday, April 29, 2026**

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Allianz Ayudhya Capital Public Company Limited (the "Company") held the 2026 Annual General Meeting of Shareholders (No.77) (the "Meeting") on Wednesday, April 29, 2026, at 2:00 PM. The Meeting was conducted via an electronic platform (E-AGM) in accordance with the Royal Decree on Electronic Meetings B.E. 2563 (2020) and related laws. Additionally, the Meeting was recorded in video format and broadcast live for dissemination at the Company's meeting room, located at 898 Ploenchit Tower, 7th Floor, Ploenchit Road, Lumpini Subdistrict, Pathumwan District, Bangkok 10330.

Dr. Jamlong Atikul, Chairman of the Board of Directors, presided over the Meeting as the Chairman. He welcomed the participants to the 2026 Annual General Meeting of Shareholders (No.77) via electronic media. The Chairman then assigned Ms. Soontaree Sanpachudakorn, Senior Assistant Director of the Legal and Corporate Governance Department, to act as the Secretary of the Meeting. The Secretary of the Meeting facilitated the Meeting and introduced the directors, executives, external auditors, and external legal advisors.

The Secretary of the Meeting informed the attendees that the Company has a total of 15 directors and three sub-committees: the Audit Committee, the Nomination and Remuneration Committee, and the Corporate Governance Committee. However, for this Meeting, 14 directors were in attendance, as follows:

**Directors attending the Meeting**

- |                             |   |
|-----------------------------|---|
| 1. Dr. Jamlong Atikul       | Chairman of the Board of Directors and Independent Director                                       |
| 2. Mr. Suwat Laicharoensup  | Independent Director and Chairman of Audit Committee  |
| 3. Mr. Vichit Kornvityakoon | Independent Director and Member of Audit Committee and Chairman of Corporate Governance Committee |
| 4. Mrs. Wanna Thamsirisup   | Independent Director and Member of Audit Committee  |
| 5. Mr. Pasu Loharjun        | Independent Director and Chairman of Nomination and Remuneration Committee                        |

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|-----------------------------------|---|
| 6. Ms. Nopporn Tirawattanagool    | Director, Member of Corporate Governance Committee, and Member of Nomination and Remuneration Committee |
| 7. Mr. Laksana Thongthai          | Director  |
| 8. Mr. Thomas Charles Wilson      | Director, Authorized Director, President & Chief Executive Officer                                      |
| 9. Mr. Lars Heibutzki             | Director, Authorized Director   |
| 10. Mr. Aaron Mitchell Fryer      | Director  |
| 11. Mr. Poh Heon Eng              | Director, Authorized Director   |
| 12. Mr. Kittipintavirooj          | Director, Authorized Director   |
| 13. Ms. Napha Trirattanawongse    | Director, Authorized Director   |
| 14. Ms. Patchara Taveechaiwattana | Director  |

**Absent**

- |                     |          |
|---------------------|----------|
| 1. Mr. Teh Kim Leng | Director |
|---------------------|----------|

Mr. Teh Kim Leng was able to attend the Meeting due to overseas business. Therefore, the directors attending this Meeting accounted for 93.33% of the total number of directors. Additionally, the names of the executives, external auditors, and external legal advisors responsible for verifying the vote counting during the Meeting were introduced. The Company also arranged for interpreters to facilitate communication for shareholders during agenda items where foreign directors or executives presented information. The names of these individuals are as follows:

**Management and other participants**

- |                             |  |
|-----------------------------|--|
| 1. Ms. Acchara Kulrattanak  | Chief Financial Officer, Allianz Ayudhya Capital Plc.                                |
| 2. Ms. Sakuna Yamsakul      | Representative of the Company's Auditor from PricewaterhouseCoopers ABAS Ltd.        |
| 3. Ms. Narissara Udomvongsa | Senior Director, Head of Country Legal and Corporate Governance, Corporate Secretary |

4. Ms. Soontaree Sanpachudakorn Senior Associate Director, Country Legal and Corporate Governance, Secretary of the Meeting
5. Mr. Sutthipong Koohasaneh External Legal Advisor, Linklaters (Thailand) Company Limited, acting as the voting inspector of the Meeting
6. Mr. Surin Suwanwongkij Simultaneous Translator

It was also announced that representatives from Inventech Systems (Thailand) Co., Ltd. were responsible for providing the electronic meeting system and vote-counting system. These systems have been certified for compliance with the security standards for electronic meetings by the Ministry of Digital Economy and Society, in accordance with the Royal Decree on Electronic Meetings B.E. 2563 (2020).

The Secretary of the Meeting further informed the attendees that the Company had set March 13, 2026, as the record date for determining the names of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders. Currently, the Company has a registered capital of THB 463,473,361 and a paid-up capital of THB 389,266,931, consisting of 389,266,931 shares with a par value of 1 Baht per share.

For this Meeting, which was conducted by Inventech Systems (Thailand) Co., Ltd. in compliance with the Royal Decree on Electronic Meetings B.E. 2563 (2020), a total of 29 shareholders (2 persons attending by themselves and 27 persons represented by proxies, participated.) This accounted for 74.5272% or 290,109,802 shares of the total issued shares, which amounts to 389,266,931 shares. The quorum required by the Company's Articles of Association was met.

However, before proceeding with the agenda items, the Secretary of the Meeting informed the attendees about the details and voting procedures, stating that the voting for each agenda item would be conducted in accordance with the Company's Articles of Association and as prescribed by law, as follows:

1. After considering the agenda item proposed for approval, the Chairman will request the attendees to cast their votes. The voting will follow the principle of "one share, one vote", in accordance with Article 39 of the Company's Articles of Association.
2. When shareholders wish to cast their votes, they must select the agenda item they wish to vote on and then click the "Vote" button to access the e-Voting system. The system will display three voting options: "Approve," "Disapprove," or "Abstain." If shareholders wish to cancel their vote, they can click the "Cancel Vote" button. For shareholders who do not cast their votes within the specified time, the Company will consider that they approve the agenda item. Votes

can be modified until the voting for that agenda item is officially closed, which will be announced. The Company allows 1 minute for voting on each agenda item.

In the case where a shareholder has been granted proxies from multiple shareholders, they must select "User Account" and click the "Switch Account" button to access the account of another shareholder. The system will not remove the votes from the meeting database.

3. For proxies where shareholders have already cast their votes in the proxy form and the Company has recorded the votes in the system, the proxy holders are not required to cast their votes again upon attending the meeting. However, if the proxy form does not specify the voting instructions, the proxy holders must cast their votes according to the procedures communicated by the Company. It is not permitted to split the number of shares to cast separate votes, except in the case of a custodian.
4. If a shareholder or proxy holder wishes to leave the meeting before the voting on any agenda item is closed, their votes will not be counted as part of the quorum for that agenda item, and their votes will not be included in the remaining agenda items. However, leaving the meeting for a specific agenda item does not revoke the right to rejoin the meeting and vote on subsequent agenda items.
5. If a shareholder or proxy holder wishes to ask a question during the meeting, they must select the agenda item they wish to inquire about, then click the "Question" button and type their question in the text box provided. After typing, they should click the "Submit Question" button. Alternatively, if they wish to ask a question via video and audio, they should click the "Ask via Video and Audio" button and then click "Confirm." The name and surname of the individual granted the right to ask a question will be announced. Once granted the right, the shareholder or proxy holder must turn on their microphone and camera. Before asking their question, they must state their name, surname, and status as either a shareholder or a proxy holder.

The Company reserves the right to respond to questions raised during the meeting only if they are directly relevant to the agenda items being discussed. Questions that are not addressed during the meeting will be recorded in the Meeting minutes as deemed appropriate. The answers to such questions will be published on the Company's website to ensure the Meeting remains concise and efficient.

6. For each agenda item, the Company will provide an opportunity for attendees to ask questions related to the agenda and will inquire whether there are any objections or abstentions.

7. Except for Agenda Item 4, regarding the consideration of directors' remuneration for the year 2026, resolutions for other agenda items will be passed by a majority vote of the shareholders present and voting. For Agenda Item 4, approval must be obtained by a vote of no less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting (in accordance with Section 90 of the Public Limited Companies Act B.E. 2535).
8. The total number of votes may vary for each agenda item, as shareholders may not cast their votes simultaneously. The total number of votes for each agenda item will be considered final and will represent the votes of the shareholders present and voting on that specific agenda item.

Additionally, the Secretary of the Meeting informed the Meeting that this year, the Company provided an opportunity for shareholders to propose meeting agenda items and nominate individuals for consideration as directors in advance, from November 24, 2025, to January 30, 2026, according to the criteria published on the Company's website. However, no shareholders proposed any meeting agenda items or nominated individuals for consideration as Company directors. Furthermore, shareholders were also allowed to submit questions related to the meeting agenda in advance via email from March 27, 2026, until the date of the shareholders' meeting. However, no shareholders submitted any questions in advance. Subsequently, the Chairman announced that the company had set a total of seven agenda items for the meeting, as outlined in the invitation to the 2026 Annual General Meeting of Shareholders, as follows:

**Agenda 1 To Acknowledge the Board of Directors' Report on the Company's Operating Results in 2025**

Chairman requested the Meeting to consider the report of the Board of Directors and the Company's operating results for the year 2025. The Chairman assigned the Secretary of the Meeting to proceed with this agenda item.

The Secretary of the Meeting informed the attendees that Ms. Acchara Kulrattanak, Chief Financial Officer of Allianz Ayudhya Capital Public Company Limited, presented the Company's operating results. For the overall business operations and strategies for the year 2026 of the subsidiaries and associated companies, Mr. Lars Heibutzki, Director and Chief Executive Officer of Allianz Ayudhya General Insurance Public Company Limited (AAGI), reported on the subsidiaries, and Mr. Thomas Charles Wilson, Director and Chief Executive Officer of Allianz Ayudhya Assurance Public Company Limited (AZAY), presented on the associated companies. For Corporate Social Responsibility and Anti-Corruption, the Secretary of the Meeting would present on these topics.

Ms. Acchara Kulrattanak, Chief Financial Officer of Allianz Ayudhya Capital Public Company Limited, reported on the Company's operating results for the year 2025, which included the Company's performance and significant changes during the year 2025, as follows:

### **Operating Results for the Year 2025**

Ms. Acchara Kulrattanak, Chief Financial Officer presented to the Meeting that the Board of Directors is responsible for the financial statements of the Company and its subsidiaries, as presented in the annual report and financial statements. These have been published through the information disclosure system of the Stock Exchange of Thailand and on the Company's website for shareholders and investors. Additionally, the Board of Directors has established an internal control system and appointed an Audit Committee, consisting of independent directors, to oversee this matter.

The Company's operating results and significant changes during the year 2025 have been summarized in the Management Discussion and Analysis (MD&A), which was presented to shareholders as part of the 2025 Annual Registration Statement (One Report). This was provided to shareholders along with the invitation letter in the form of a QR Code. The Board of Directors is responsible for the financial statements of the Company and its subsidiaries, with financial information included in the annual report, which is available on the Company's website.

Since the subsidiary and associate companies adopted the International Financial Reporting Standard (IFRS) No. 17 on Insurance Contracts and IFRS No. 9 on Financial Instruments for the first time starting January 1, 2025, with retrospective adjustment since 1st January 2024 (transition date). Accordingly, the operating profit and statement of financial position presented subsequently have been restated the operating profit and statement of financial position the for the year 2024 in accordance with these accounting standards for comparative purpose. The net profit of the separate financial statements for the year 2025 amounted to THB 888 million, while the net profit of the consolidated financial statements for the year 2025 amounted to THB 2,596 million, an increase of 3.8% compared to the previous year. The details are as follows:

- Profit attributable to the Company: THB 13 million
- Allianz Ayudhya General Insurance Public Company Limited (subsidiary): THB 99 million
- Other subsidiaries: THB 11 million
- Share of profit from Allianz Ayudhya Life Assurance Public Company Limited (associate): THB 2,473 million

For financial statements, the statement of profit or loss Statement and the Statement of financial position, in 2025, the Allianz Ayudhya Thailand Group's main revenue structure, based on the consolidated financial statements, was divided into three components: the Insurance Revenue (THB 10,563 million), representing 79% of total revenue followed by other income, included share profit from investment in associate of THB 2,581 million and Investment Income THB 157 million or 1%. For the insurance revenue was derived from the following lines of business from Health and Accident Insurance

(36%), Motor Insurance (33%), Miscellaneous Insurance (22%), Fire (6%) and Marine and Transportation Insurance (3%).

For Consolidated statement of financial position, the principal items are as follows:

- Cash and cash equivalents of THB 2,246 million
- Investments in securities of THB 6,477 million, total of cash and cash equivalents and investments in securities decreased due to the payment of insurance claims arising from the earthquake and flood events.
- Reinsurance contract assets of THB 3,445 million, which was increased as a result of additional reinsurance recoverable reserves relating to insurance claims from the earthquake and flood events.
- Investments in associate of THB 8,298 million, which was increased due to retained earnings and gains (loss) from fair value measurement of investments at fair value.
- Goodwill are THB 1,926 million, which is no change compared to the previous year.
- Insurance contract liabilities are THB 8,374 million, which is increased due to higher claims reserves associated with the earthquake and flood events.
- Share capital is THB 10,456 million, which is no change.
- Retained earnings of THB 4,503 million, which is increased as a result of profit for the year, net of dividends paid.
- Other comprehensive income of associate of THB (-388) million, resulting from unrealized gains on government bonds and investments in equity instruments, partially offset by an increase in insurance contract liabilities under the Liability for Remaining Coverage (LRC) and the Present Value of Future Cash Flows (PVFCF).

Statement of Profit or Loss and Other Comprehensive Income (Consolidated Financial Statements)

- Insurance revenue was THB 10,563 million, which increased compared to the previous year, mainly due to higher recognition of insurance revenue from miscellaneous insurance, particularly Extended Warranty products.
- Insurance service expenses were THB 11,711 million, and net income (expenses) from reinsurance contracts are THB 1,548 million, increased primarily due to higher claims expenses arising from the earthquake in March 2025 and the floods in Southern Thailand in November 2025.
- Insurance service result was THB 400 million, decreased compared to the previous year due to the impact of the earthquake and the Southern floods. However, the subsidiary (AAGI) has effective reinsurance management, the impact of these events was mitigated. This was partially offset by a reduction in claims relating to personal accidents (PA) and health insurance, as well as lower operating expenses.
- Net investment income and net insurance finance expenses are THB 143 million, decreased due to a decline in investment yields.

- Profit from investments in associate was THB 2,473 million, increased due to higher net profit of the associate, primarily resulting from increased recognition of Contractual Service Margin (CSM) and lower health insurance claims, partially offset by lower investment returns.
- Net profit was THB 2,596 million, compared with THB 2,501 million in the previous year, representing an increase of 3.8%.

AAGI remained at 9th place overall in P&C market share, while the company ranked 1st in health insurance. AAGI's net profit decreased significantly due to the earthquake and floods in Southern Thailand. However, as the Company has effective reinsurance management, the impact of these events was successfully mitigated. AAGI paid dividends of THB 300 million in Q4 2025 and the Capital Adequacy Ratio (CAR) remained strong at 236%.

For AZAY, it was ranked #7 Gross Written Premiums in life insurance market and #4 in health industry. The revenue was the same as the previous year, mainly due to Health rider in the Agency channel. However, it was fully offset by lower than previous year's from the bancassurance channel sales. The Company's Net Income was increased due to higher CSM release and lower health claims, offset partially by lower investment results.

### **Strategies of Allianz Ayudhya General Insurance**

Mr. Lars Heibutzki, President and Chief Executive Officer of Allianz Ayudhya General Insurance, report to the Meeting on the performance and strategy of the Company's Subsidiary that). The company's growth beyond Market: Grow faster than market driven by Health, Commercial leveraging on new AAGI AM Best rating and Retail Non-Motor across agents and brokers, bancassurance/partnership and direct marketing channels. The company will continue on technical excellence in Motor, PA, Flood/weather-related and Health portfolio management and cost containment. For digital business platform, the company will continue to provide best services, technical excellence and digitalization. For future positioning, the company will further leverage on country capabilities and continue to invest in data, technology and functional excellence.

### **Strategies of Allianz Ayudhya Assurance**

Mr. Thomas Charles Wilson, President and Chief Executive Officer of Allianz Ayudhya Assurance, report to the Meeting on the performance and strategy of the Company's Associate that the company in 2025, the company has grown faster in the market in all sale channels, particularly agency and bancassurance. Health insurance products are a leader in health insurance industry through Medical Utilization Management, Network Management and Health solutions. The company's Operating Profits are based on technical excellence to manage health margin, rigorous expense management, and digital to support customer journeys.

## **Operating Results of Corporate Social Responsibility/ Anti-Corruption**

The Secretary of the Meeting informed that, in addition to conducting business with quality and profitability, the Board of Directors and executives place the utmost importance on operating the business to create sustainability. The focus is on three main dimensions: environmental, social, and governance (ESG). Over the past year and up to the present, the Company has continuously undertaken initiatives to promote sustainability, summarized as follows:

- **Environmental Dimension**

The Company, its subsidiary and its associated company have focused on clear sustainability operations, which target on establishing clear environmental objectives, with a key focus on reducing greenhouse gas emissions from its operations. The main performance indicators include electricity consumption, water consumption, paper usage, business travel, and the amount of waste generated within the organization. The Company also offsets electricity consumption by supporting electricity generation from renewable energy sources, together with campaigns to promote efficient and responsible use of resources. In addition, the Company promotes an environmentally friendly corporate culture by encouraging changes in daily behaviour, such as waste separation to reduce landfill waste and energy conservation.

- **Social Dimension**

In addition to prioritizing employee care, including skill development and welfare, the Company, its subsidiary and its associated company also promotes volunteer activities and engagement among employees, agents, and customers through various initiatives. Examples include MoveNow Heroes, which teaches survival skills in emergency situations, first aid, and CPR to children, as well as blood donation drives and flood relief efforts.

For social initiatives, the Company has received strong support from the Allianz Group. The MoveNow Heroes program was selected by the Allianz MoveNow Impact Fund and received funding of more than EUR 20,000 to support its implementation. In addition, the Allianz Group provided EUR 100,000 in assistance for the rehabilitation of flood-affected areas in Songkhla Province through the Allianz Disaster Relief Fund. The Company also supports the dissemination of insurance-related knowledge among students and the general public through cooperation with educational institutions and relevant organizations, such as the development of curricula for undergraduate students and the organization of seminars on insurance-related topics. In addition, the Company collaborates with the "Ma Ha Mitr Group", or the Alliance for Sustainability, to implement projects that create positive social impact, such as community waste separation station projects.

- **Governance Dimension**

The Company continues to place strong emphasis on good corporate governance. The Board of Directors and all executives have a clear and shared commitment to conducting business based on transparency and fairness toward stakeholders and the community. The Company has been recognized for its responsible business practices, having been selected as one of the ESG100 companies by the Thaipat Institute, certified as a Great Place to Work, and having received product development awards during the year 2568 (2025). In addition, Allianz Ayudhya Insurance Public Company Limited (AAGI), a subsidiary of the Company, has been certified for the third time as a member of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC). The Company was first certified in 2558 (2015) and subsequently renewed its certification, most recently in 2568 (2025). The CAC is a Thai private-sector initiative aimed at combating corruption by encouraging companies to establish clear policies and practices rejecting the giving and receiving of bribes, as well as all forms of corruption. These initiatives reflect our strong commitment to conducting business in a sustainable manner, grounded in the principles of good corporate governance, the details of which are disclosed in the Company's Form 56-1 One Report.

The Chairman opened the floor for shareholders to ask questions or express their opinions. The Secretary informed the Meeting that there was a question submitted in advance through the system for this agenda item by Ms. Teeraprapa Yuroumjai, a shareholder rights volunteer and proxy from the Thai Investors Association. The question is as the Company has set a goal of becoming a "health insurance company of the future," with Aetna as a key foundation, I would like to know to what extent the integration of systems and the consolidation of customer bases have been achieved according to plan. Additionally, over the next 1–3 years, what approaches does the Company have to manage service costs and control the claims ratio in the health insurance segment, so that the growth in revenue can be translated into sustainable profits?

The Chairman assigned Ms. Napha Trirattanawongse, Chief Country Health Officer to response this question. Her response is:

Following the acquisition of Aetna, AZ Thailand is #2 in health when AZAY and AAGI health businesses are combined. AAGI is #1 in the general insurance market, AZAY is #3-4 in the LH market. AZAY was #2 in 2025 new health business due to our strong agency channel with the highest health new business growth rate.

This scale has allowed us to capture synergies and professionalize across both entities, with our Country Health Operations applying consistent standards and innovating with AI in the critical areas of health underwriting, claims management and network management. While our health operations are now applied as a country function, our AZAY and AAGI sales channels and Employee benefit sale continue

to pursue customers appropriate to their products and segments, with AZAY strong in agency and AAGI in broker and hybrid direct marketing.

Looking forward, health medical inflation will be an increasing issue to be addressed. Individually, we believe that AZ Thailand is one of the best in managing claims, reducing fraud, ensuring medical necessity and helping to manage the cost of treatment for the benefit of customers in terms of long term sustainably affordable private care. The development of CCM system (Cost Containment Module) will enable Allianz further in 1-3 years' time to scale the claim cost saving from process harmonization between AZAY and AAGI. We are accomplishing this through building skilled medical resources as well as implementing AI for fraud detection and supporting intelligent underwriting and claims processes. As an industry, the move towards co-payment to help align the interests of customers and payers is a good first step, following the proven track set by Singapore and Malaysia. In addition, the discussion in the Parliament to better manage pharmaceutical and other medical expenses will be important for the industry as well.

The Chairman asked the Meeting if there were any other questions or comments. Since there was no other question, the Chairman informed the Meeting that this agenda item was for acknowledgement only; therefore, voting was not required.

**Resolution: The Meeting acknowledges the Company's Operating Results for 2025**

**Agenda 2 To Consider and Approve the Financial Statements for the Year Ended December 31, 2025, the Statement of Financial Position as at December 31, 2025, the Statement of Comprehensive income, the Statement of Changes in Shareholders' Equity and the Statement of Cash Flow for the year ended December 31, 2025, including the Auditor's Report**

The Chairman informed the Meeting that the Company is in compliance with Section 112 of the Public Limited Company Act B.E. 2535, as amended (the "PLCA"), which prescribes that the Company shall prepare annual financial statements as of the last day of the accounting period of the Company that shall have been audited by the auditor prior to submission to the Annual General Meeting for consideration and approval. The Chairman assigned Ms. Acchara Kulrattanak, Chief Financial Officer, to report to the Meeting in this agenda item.

The Chief Financial Officer reported to the Meeting that the financial statements for the year ended December 31, 2025, were audited and certified by auditors of PricewaterhouseCoopers ABAS Ltd. and reviewed by the Audit Committee, as detailed in the 2025 Annual Report Registration Statement/Annual Report (Form One Report), which had been distributed to the shareholders in a form of QR Code together with the Invitation letter to the 2026 Annual General Meeting of Shareholders.

The Chief Financial Officer reported that the Company's operating results for the year 2025 had previously been reported to the Meeting under Agenda 1, including Director's Report as well as revenue, statement of financial position and statement of comprehensive income for the year ended December 31, 2025. She explained that the Company's external auditor, Ms. Sakuna Yamsakul, Certified Public Accountant in Thailand, registration no. 4906 of PricewaterhouseCoopers ABAS Ltd, had audited the financial statements, discussed the results with Managements and provided an unqualified opinion. The Financial Statements were reviewed by the Audit Committee and approved by the Board of Directors of the Company on 26 February 2026, sent to the shareholders with the Invitation Letter in form of QR code and subsequently disclosed via the SET system.

The Chief Financial Officer further reported to the Meeting that since the numbers for the consolidated Financial Statements were reported to the Meeting in the previous agenda, the following were the differences between the consolidated and separate Financial Statement. As the Company is an investment holding company, while all insurance businesses are operated through the Company's subsidiary and associate companies, Allianz Ayudhya General Insurance Public Company Limited (AAGI), a subsidiary, is included in the Company's consolidated financial statements. Additionally, there are three other companies: two holding companies and one company providing healthcare services. The business of the associate, Allianz Ayudhya Assurance Public Company Limited (AZAY), is accounted for as an investment using the equity method. Therefore, its results appear in the income statement under the line item "Share of profit from investments in associates." For the separate financial statements, the share of profit from the associate is recognized through dividend income, which is part of the "Net investment income" (the dividend income from: AZAY =THB 581 million, AAGI=THB 199 million and Health Care Management Company Limited (HCM)=THB 100 million)

The insurance service result of THB 400 million in the consolidated financial statements comes from the operations of the subsidiary (AAGI). The net investment income in the standalone financial statements, amounting to THB 899 million, includes dividends from the subsidiary and associate companies as previously mentioned. The expenses in the separate financial statements were THB 19 million, resulting in a profit before tax of THB 888 million and a net profit of THB 888 million. Further details can be found in the full annual report, including the financial statements, accessible via the QR Code provided in the Invitation Letter to the 2026 Annual General Meeting of Shareholders.

The Chairman then asked the Meeting if there were any questions or comments. There was no comment or question from the shareholders and proxies

**Resolution: The Meeting considered and unanimously resolved to approve the Financial Statements for the Year Ended December 31, 2025, the Statement of Financial Position as at December 31, 2025, the Statement of Comprehensive income, the Statement of Changes**

**in Shareholders' Equity and the Statement of Cash Flow for the year ended December 31, 2025, including the Auditor's Report, with a majority vote of shareholders attending the Meeting and casting their votes as follows:**

<b>Vote</b>	<b>Number of Votes (1 Share=1 Vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
Approved	290,098,002	100.0000
Disapproved	-	0.0000
Abstained	12,000	-
<b>Total (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Agenda 3 To Consider and Approve the Appropriation of Profit from the Company's Performance in 2025 and Distribution of the Dividends including and Acknowledge the Interim Dividend Payment**

The Chairman assigned Ms. Acchara Kulrattanak, Chief Financial Officer, to report to the Meeting in this agenda item.

The Chief Financial Officer reported to the Meeting that according to the company's separate financial statements for the year ended December 31, 2025, the company recorded a net profit of THB 888 million and retained earnings of THB 1,786 million. The company is able to pay dividends to shareholders in accordance with Sections 115 and 116 of the Public Limited Companies Act and Section 44 of the company's Articles of Association, which prohibit the payment of dividends from funds other than profits and require the company to allocate part of its annual net profit to a reserve fund until the reserve fund reaches the minimum amount required by law. Therefore, it is proposed to the 2026 Annual General Meeting of Shareholders to consider and approve the appropriation of profits from the 2025 operating results and the annual dividend payment, as well as to acknowledge the interim dividend payment.

The appropriation of profits from the net profit according to the separate financial statements amounting to THB 888,390,126 for the year 2025 is an interim dividend payment in September 2025 at the rate of 0.65 baht per share, amounting to THB 253,023,505, and an annual dividend payment at the rate of 1.67 baht per share, amounting to THB 650,075,775. This results in a total dividend payment for the year 2025 amounting to THB 903,099,280, which is equivalent to 102% of the net profit according to the separate financial statements. Details are provided in the company's financial statements for the year ended December 31, 2025, as presented in the company's 2026 Annual Report, which has been distributed to shareholders along with the Invitation Letter in the form of QR Code.

### Information on Dividend Payment

On September 12, 2025, The Company had paid the interim dividend from net profit for the period January 1, 2025, to June 30, 2025, approved by Board of Directors' resolution on August 14, 2025 of THB 0.65 per share, amounting to THB 253,023,505. Below is a comparison of dividend distribution for the year 2025 with the previous years:

Details of Dividend Payment		2025	2024	2023
1.	Net profit from separate financial statements (Baht)	888,390,126	1,016,102,848	1,179,347,233
2.	Number of ordinary shares			
2.1	Number of ordinary shares paid for interim dividend	389,266,931	389,266,931	389,266,931
2.2	Number of ordinary shares paid for Annual dividend	389,266,931	389,266,931	389,266,931
3.	Total dividend payment for the performance of the year (Baht/share)	2.32	2.57	2.57
3.1	Interim Dividend	0.65	0.90	0.90
3.2	Annual Dividend	1.67	1.67	1.67
4.	Total Dividend Payment	903,099,280	1,000,416,013	1,000,416,013
5.	Proportion of dividend on consolidated net profit (Percent)	102%	98%	85%

The resolution for this agenda requires a majority vote of shareholders attending the meeting and casting their votes. (Article 39. of the Company's Articles of Association)

**Resolution: The Meeting considered and unanimously resolved to approve the Appropriation of Profit from the Company's Performance in 2025 and Distribution of the Dividends including and Acknowledge the Interim Dividend Payment with a majority vote of shareholders attending the Meeting and casting their votes as follows:**

Vote	Number of Votes (1 Share=1 Vote)	% of the Total of the Shareholders attending at the Meeting and casting their votes
Approved	290,110,002	100.0000
Disapproved	0	0.0000
Abstained	0	-
<b>Total (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Agenda 4 To Consider Approving the Directors' Remunerations for the Year 2026**

The Chairman assigned the Secretary of the Meeting to proceed with this agenda item. The Secretary reported to the Meeting that the Nomination and Remuneration Committee had thoroughly considered and determined the remuneration for the Directors in compliance with the Allianz Fit & Proper Policy that applied to all Allianz operating entities and Allianz Group including other factors such as the duties and responsibilities of each director, the remuneration rates of other companies in the insurance industry, as well as factors related to the Company's business expansion and profit growth.

The total amount of remuneration for members of Board and other Sub-Committees for the year 2026 shall be at amount not more than THB 11,000,000, which is THB. 1,000,000 higher than the previous year. Besides the cash remuneration proposed herein, the Directors shall not receive any other remuneration whether it is benefits, cash or in-kind remuneration.

<b>Directors' Remuneration*</b>	<b>2026 (Proposed Year) **</b>	<b>2025</b>	<b>2024</b>
		Not more than THB 11,000,000	Not more than THB 10,000,000
* For the 2026, it includes the remuneration of other Sub-Committees			
** the Directors' Remuneration for the year 2026, it is subject to the resolution of the 2026 Annual General Meeting of Shareholders			

Directors' Remuneration consisted of

- 1) A monthly retainer fee:

Chairman of the Board	THB 40,000/ month
Director of the Board	THB 35,000/ month

- 2) Attendance fee: paid on actual attendance (including conference call or video conference):

All Directors	THB 30,000 /time/person
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Remark: All members shall receive a maximum of 4 attendances a year and shall be paid quarterly.

- 3) In addition to monthly retainer fee, remuneration for sub-committee's members would be paid for all positions of sub-committee's members including the Audit

Committee, Nomination and Remuneration Committee and Corporate Governance Committee:

Chairman of Sub-committee	THB 22,500 / month
Member of Sub-committee	THB 12,500 / month

- 4) Annual Bonus (to be calculated in proportion to the period of each director's service subject to annual review and shareholders' approval):

Chairman of the Board	THB 912,000
Vice Chairman of the Board	THB 866,400
Director of the Board	THB 433,000

- 5) Other benefits -None-

Members of the Board or Sub Committees who are also members of the Board of Management of the Company, or employee of Allianz, Company's subsidiary or affiliate or under Management under Allianz Fit & Proper Policy are not compensated to avoid a conflict of interest.

The Chairman informed the Meeting that this agenda item required no less than two-thirds (2/3) of the total number of votes of shareholders present at the Meeting and asked the Meeting if there were any questions or comments. There was no comment or question from the shareholders and proxies.

**Resolution: The Meeting considered and unanimously resolved to the Director's Remunerations for the year 2026 with a vote of not less than two-third of the total votes of the shareholders present at the meeting. The details of the voting results are as follows:**

Vote	Number of Votes (1 Share=1 Vote)	% of the Total of the Shareholders attending at the Meeting and casting their votes
Approved	290,110,002	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
<b>Total (30 shareholders)</b>	<b>290,110,002</b>	<b>100.0000</b>

**Agenda 5 To Consider Electing the Directors to Replace those Retiring by Rotation**

The Chairman assigned the Secretary of the Meeting to proceed with this agenda item. The Secretary of the Meeting informed that for purposes of good corporate governance, all directors whose terms were under consideration shall leave the conversation and mute their microphones during the discussion of this agenda item and return to the Meeting when it was completed.

The Secretary reported to the Meeting that pursuant to Section 71 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "PLCA") and Article 19 of the Company's Articles of Association, at every AGM one-third of the Directors or, if their number is not a multiple of three, then the number nearest to one-third, shall retire from office. A retiring Director may be re-elected by the meeting of the shareholders. The following five (5) Directors were due to retire this year are as follows:

The following five (5) directors are due to retire this year:

- |                                  |   |
|----------------------------------|---|
| 1. Mr. Suwat Laicharoensup       | Independent Director and Chairman of Audit Committee                              |
| 2. Mr. Pasu Lorhajun             | Independent Director and Chairman of Nomination and Remuneration Committee Member |
| 3. Mr. Laksna Thongthai          | Director  |
| 4. Mr. Thomas Charles Wilson     | Director, President and CEO   |
| 5. Ms. Patchara Taveechaiwattana | Director  |

The Company provided an opportunity for shareholders to nominate qualified candidates for election as the Company's Director from the period November 24, 2025, to January 30, 2026, pursuant to the criteria disclosed on the Company's website. However, no shareholder had proposed a candidate for nomination for the Company's directorship at the 2026 Annual General Meeting of Shareholders.

The Nomination and Remuneration Committee, excluding the nominated Directors who abstained from voting, was of the opinion that the above-mentioned five Directors were qualified in accordance with the Public Company Limited Act ("the PLCA"), the Securities and Exchange Act and knowledgeable and capable with a strong determination in performing their duties as the Company's Directors. During the past period, their performance demonstrated good faith and was in the best interests of the Company. Furthermore, they do not hold positions in other businesses that may cause conflicts of interest or compete with the Company. Additionally, the independent directors were capable of providing opinions independently. Therefore, the Board of Directors agreed to re-elect all five directors whose terms have expired to continue serving as directors of the company for another term.

Details of age, percentage of shareholding, educational background, working experience and meeting attendance of the nominated Directors, the number of years the director holding office and the number and proportion of attendance at meetings of the Board of Directors and sub-committee meetings in the

previous year were included in the invitation letter and the annual report (56-1 One Report) in a form of QR Code.

The Chairman then asked the Meeting if there were any questions or comments. There was no comment or question from the shareholders and proxies. The Chairman then called for voting for each Director individually

**Resolution:** The Meeting considered, and resolved to re-appoint Mr. Suwat Laicharoensup (Independent Director and Chairman of the Audit Committee) for another term, with a majority vote of shareholders attending the meeting and casting their votes, as follows:

Name of Director (Type of Director)	Vote	Number of Votes (1 share = 1 vote)	% of the Total of the Shareholders attending at the Meeting and casting their votes
1. Mr. Suwat Laicharoensup (Independent Director and Chairman of the Audit Committee)	Approved	290,110,002	100.0000
	Disapproved	0	0.0000
	Abstained	0	-
	<b>Total No. of Shareholders: (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Resolution:** The Meeting considered and resolved to re-appoint Mr. Pasu Lorhajun (Independent Director and Chairman of Nomination and Remuneration Committee) for another term, with a majority vote of shareholders attending the meeting and casting their votes, as follows:

Name of Director (Type of Director)	Vote	Number of Votes (1 share = 1 vote)	% of the Total of the Shareholders attending at the Meeting and casting their votes
2. Mr. Pasu Lorhajun (Independent Director and Chairman of Nomination and Remuneration Committee)	Approved	290,110,002	100.0000
	Disapproved	0	0.0000
	Abstained	0	-
	<b>Total No. of Shareholders:</b>	<b>290,110,002</b>	<b>-</b>

<b>Name of Director (Type of Director)</b>	<b>Vote</b>	<b>Number of Votes (1 share = 1 vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
	<b>(30 shareholders)</b>		

**Resolution:** The Meeting considered and unanimously resolved to re-appoint Mr. Laksna Thongthai (Director) for another term, as proposed by the Board of Directors, with a majority vote of shareholders attending the meeting and casting their votes, as follows

<b>Name of Director (Type of Director)</b>	<b>Vote</b>	<b>Number of Votes (1 share = 1 vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
3. Mr. Laksna Thongthai (Director)	Approved	290,110,002	100.0000
	Disapproved	0	0.0000
	Abstained	0	-
	<b>Total No. of Shareholders: (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Resolution:** The Meeting considered and resolved to re-appoint Mr. Thomas Charles Wilson (Director and President and Chief Executive Officer) for another term as proposed by the Board of Directors, with a majority vote of shareholders attending the meeting and casting their votes, as follows:

<b>Name of Director (Type of Director)</b>	<b>Vote</b>	<b>Number of Votes (1 share = 1 vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
4. Mr. Thomas Charles Wilson (Director and President and Chief Executive Officer)	Approved	290,110,002	100.0000
	Disapproved	0	0.0000
	Abstained	0	-
	<b>Total No. of Shareholders:</b>	<b>290,110,002</b>	<b>-</b>

<b>Name of Director (Type of Director)</b>	<b>Vote</b>	<b>Number of Votes (1 share = 1 vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
	<b>(30 shareholders)</b>		

**Resolution:** The Meeting considered and resolved to reappoint Ms. Patchara Taveechaiwattana (Director) for another term, as proposed by the Board of Directors, with a majority vote of shareholders attending the meeting and casting their votes, as follows:

<b>Name of Director (Type of Director)</b>	<b>Vote</b>	<b>Number of Votes (1 share = 1 vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
5. Ms. Patchara Taveechaiwattana (Director)	Approved	290,110,002	100.0000
	Disapproved	0	0.0000
	Abstained	0	-
	<b>Total No. of Shareholders: (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Agenda 6 To Consider Approving the Auditors, and Determining the Auditors' Remuneration for the Year 2026**

The Chairman assigned the Secretary of the Meeting to proceed with this agenda item. The Secretary of the Meeting informed that the proposal for this agenda item is in compliance with Section 120 of the PLCA, which prescribes that the annual general meeting of shareholders shall appoint an auditor and determine the remuneration of the auditor of the Company every year and that, in appointing the auditor, the former auditor may be re-appointed.

The Audit Committee has considered and selected auditors from PricewaterhouseCoopers ABAS Ltd. (PwC) to be the company's auditors for the year 2026. The Board of Directors has reviewed and agreed with the Audit Committee's proposal. Therefore, the Board requests the shareholders' meeting to consider appointing the following auditors from PwC as the company's auditors for the year 2026:

- Ms. Sakuna Yamsakul, Certified Public Accountant (Thailand) No. 4906
- Mr. Paiboon Tunkoon, Certified Public Accountant (Thailand) No. 4298

- Ms. Sinsiri Thangsombat, Certified Public Accountant (Thailand) No. 7352

be appointed as the Company's auditors for the year 2026 for the seventh (7<sup>th</sup>) year of their service for the Company. In the event those auditors are unable to perform their duties, PricewaterhouseCoopers ABS Ltd. (PwC) is authorized to assign any of its auditors to perform the audit and express an opinion on the Company's financial statements.

The audit fee for the Year 2026 shall not be more than THB 2,546,500 (two million five hundred forty-six thousand five hundred Baht), excluding out of pocket expenses and non-audit fee. The out of pocket must not more than THB 200,000. The details are:

	<b>2026 proposed (PWC)</b>	<b>2025</b>
1. Annual Audit Fee, including Consolidated Financial statement	THB. 1,346,500	THB 1,346,500
2. Quarterly Financial Statements Audit Fee (3 quarters) including Consolidated Financial statement	THB 1,200,000	THB 1,200,000
<b>Total</b>	<b>THB2,546,500</b>	<b>THB 2,546,500</b>
Non-Audit Fee	-	-
Out-of-Pocket expenses	Not more than THB 200,000	Not more than THB 70,000

The proposed audit fee for the year 2026 remains unchanged from 2025. The Management proposed to the same auditors due to the following factors:

1. The reputation of PricewaterhouseCoopers ABAS Ltd. (PwC) in performing audit duties and its track record of providing services to companies in the same industry. PwC serves as the auditor for several life insurance/general insurance companies and financial sector companies listed on the stock exchange, demonstrating its strong reputation and experience in auditing companies in the financial services sector.
2. PricewaterhouseCoopers ABAS Ltd. (PwC) maintains independence and expertise in auditing. Additionally, its audit fees are reasonable and comparable to those of other listed companies in the financial sector of similar size and scope of services.
3. Neither the proposed auditors nor PricewaterhouseCoopers ABAS Ltd. (PwC) have any relationships or conflicts of interest with the company, its subsidiaries, its executives, major shareholders, or any related parties that could affect their ability to perform their duties independently.
4. The proposed auditors listed above are approved auditors by the Securities and Exchange Commission (SEC).

The auditors of the Company and the auditors of its subsidiary and its associate company are of the same auditing firm. The Board of Directors will ensure that the consolidated financial statements will be completed on a timely basis.

Information of the proposed auditors for the year 2026 were provided to the Company's shareholders together with the invitation to the 2026 Annual General Meeting of Shareholders and One Report in a form of QR Code.

The Chairman then asked the Meeting if there were any questions or comments. There was no comment or question from the shareholders and proxies.

**Resolution: The Meeting considered and resolved to appoint the Auditors of the Company and approve their remuneration for the year 2026 as proposed by the Board of Directors, with a majority vote of shareholders attending the meeting and casting their votes as follows:**

<b>Vote</b>	<b>Number of Votes (1 Share= 1 Vote)</b>	<b>% of the Total of the Shareholders attending at the Meeting and casting their votes</b>
Approved	290,110,002	100.0000
Disapproved	0	0.0000
Abstained	0	-
<b>Total (30 shareholders)</b>	<b>290,110,002</b>	<b>-</b>

**Agenda 7 To Consider any Other Business (if any)**

The Chairman informed that no shareholders proposed any topic for the Meeting to consider.

The Chairman asked the Meeting if there were any other questions or comments. Additionally, the Secretary informed the Meeting that the Company would reserve the right to consider any additional questions from shareholders that were not given in the Meeting by publishing answers on the Company's website as deemed appropriate, or shareholders can also send inquiries after the meeting adjourned via email to [corporatesecretary@allianz.co.th](mailto:corporatesecretary@allianz.co.th)

The Chairman asked if the shareholders had any questions or comments. There were no further questions or comments.

The Chairman expressed his sincere appreciation to the shareholders for attending the 2026 Annual General Meeting of Shareholders (E-AGM). The Meeting was adjourned at 15.52 hours.



Dr. Jamlong Atikul  
Chairman of the Meeting



Recorded by:  
Ms. Narissara Udomvongsa  
Corporate Secretary