

# NOTICE OF 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

THROUGH ELECTRONIC MEANS (E-AGM)  
IN ACCORDANCE WITH THE EMERGENCY DECREE ON ELECTRONIC MEETING,  
B.E. 2563 (2020)

**Friday, April 24, 2026, at 10.00 a.m.**  
**The electronic meeting system will be available at 8.00 a.m.**



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## **Shareholders/ proxies who wish to attend the E-AGM**

Please consider and comply with

“Advice on Necessary Evidence for E-AGM Registration, Appointment of Proxy, Voting, and Vote Counting” and “Guidelines for attending Electronic Meeting by Inventech Connect” (Attachment 3 and 4).

Please submit an e-Request at <https://fort.inventech.co.th/WHAIID450784R/#/homepage> or scan QR Code from April 17, 2026, at 8.30 a.m.



## **Shareholders who wish to appoint one of the Company's directors**

Please submit Proxy Form B. (Attachment 5) together with necessary evidence (Attachment 3) to the Company by April 22, 2026 (e-Request submission is not required in this case).

(English translation)

March 24, 2026

Subject: Notice of 2026 Annual General Meeting of Shareholders through Electronic Means

To: Shareholders of WHA Industrial Development Public Company Limited

Attachments:

1. 2025 Annual Report together with the Financial Statements for the fiscal year ended December 31, 2025 (the “**Annual Report**”) in QR Code
2. Profiles of the Nominated Candidates to be Directors
3. Advice on Necessary Evidence for E-AGM Registration, Appointment of Proxy, Voting, and Vote Counting
4. Guidelines for attending Electronic Meeting by Inventech Connect
5. Proxy Form A, Form B, and Form C.
6. The Company’s Articles of Association in relation to Shareholders’ Meeting
7. Privacy Notice
8. Profiles of the Independent Directors as the Proxy for Shareholders

The Board of Directors (the “**Board**”) of WHA Industrial Development Public Company Limited (the “**Company**”) passed a resolution that the **2026 Annual General Meeting of Shareholders** shall be convened on **Friday, April 24, 2026 at 10.00 a.m. through electronic means (E-AGM)** in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations (the “**Meeting**”) to consider the following agenda items.

**Agenda 1 To acknowledge the Company’s 2025 operating performance**

Objectives and Rationale: The Company’s 2025 operating performance appears in the Annual Report delivered to the shareholders together with this notice. Details are in Attachment 1.

Board’s opinion: It is appropriate to propose the Meeting to acknowledge the Company’s 2025 operating performance.

Voting: This agenda is for acknowledgement; therefore, no vote shall be cast.

**Agenda 2 To approve the Company’s Financial Statements for the fiscal year ended December 31, 2025, audited by the Certified Public Accountant**

Objectives and Rationale: The Company’s financial statements for the fiscal year ended December 31, 2025, audited by the certified public accountant have been deemed correct in all material aspect of financial reporting standards appearing in the Financial Statements attached to the Annual Report. Details are in Attachment 1.

Board’s opinion: It is appropriate to propose the Meeting to approve the Financial Statements of the Company and its subsidiaries for the fiscal year ended December 31, 2025, which have been audited by the certified public accountant. A key summary is as follows:

Items	Consolidated Financial Statements	Separate Financial Statements
Total assets	THB 53,013 million	THB 26,815 million
Total liabilities	THB 31,993 million	THB 18,372 million
Total equity	THB 21,020 million	THB 8,443 million
Total revenue & share of profit	THB 15,099 million	THB 8,148 million
Net profit*	THB 5,698 million	THB 5,120 million
Basic earnings per share	THB 0.59 /share	THB 0.53 /share

Remark: \*Net profit refers to Profit attributable to owners of the parent.

Voting: To be approved by a simple majority of shareholders attending the meeting and casting their votes.

### Agenda 3 To approve the dividend payment for the 2025 performance and legal reserve allocation

Objectives and Rationale: From the Company's performance and financial position under the consolidated financial statements, the Company's net profit for 2025 is THB 6,034,313,315.44 and the unappropriated retained earnings from separate financial statements as of December 31, 2025 is THB 3,808,092,531.84. Thus, the Company deems it appropriate to propose the Meeting to consider and approve the total annual dividend payment from 2025 operating performance at the rate of THB 0.3607 per share, amounting to THB 3,500,000,000.

Throughout 2025, the Company distributed an interim dividend; details are provided below.

- No. 1/2025 on June 4, 2025, at THB 0.0773 per share in the approximate amount of THB 750,000,000.
- No. 2/2025 on December 9, 2025, at THB 0.0773 per share in approximate amount to THB 750,000,000.

In this regard, it is appropriate to propose the Meeting consider and approve to pay the remaining annual dividend at the rate of THB 0.2061 per share amounting to THB 2,000,000,000 approximately. The Book Closing Date for the shareholders' right to receive the dividend is on May 5, 2026, and the dividend payment date is on May 21, 2026.

However, the right to receive the dividend is uncertain as it is subject to the approval of this Annual General Meeting of Shareholders.

Regarding this, the Company has fully allocated its legal reserve in accordance with legal requirement. Therefore, there is no legal reserve allocated.

Board's opinion: It is appropriate to propose to the Meeting as follows:

1. To acknowledge the interim dividend payment No. 1/2025 paid on June 4, 2025, at THB 0.0773 per share in the approximate amount of THB 750,000,000, and the interim dividend payment No. 2/2025 paid on December 9, 2025, at THB 0.0773 per share in the approximate amount of THB 750,000,000.
2. To approve the remaining dividend payment from 2025 operating performance additionally at the rate of THB 0.2061 in the approximate amount of THB 2,000,000,000, by determining the Book Closing Date for the shareholders' right to receive the dividend on May 5, 2026, and the dividend payment date on May 21, 2026.

3. The Company is not required to allocate its net profit for the legal reserve due to its full allocation as specified by law.

Voting: To be approved by a simple majority of shareholders attending the meeting and casting their votes.

**Agenda 4 To approve the appointment of directors to replace the directors who are due to retire by rotation**

Objectives and Rationale: According to Section 71 of the Public Limited Companies Act, B.E. 2535 (1992) (including any amendment thereto), and Article 16 of the Company's Articles of Association, one-third of total directors shall be retired at the Annual General Meeting of Shareholders on the condition that if the number of directors is unable to be divided into three parts, the retired directors shall be closest to one-third. The retired directors will be eligible for re-election.

At this Meeting, there are 3 directors who are due to retire by rotation, namely:

- |     |                             |                      |
|-----|-----------------------------|----------------------|
| (1) | Ms. Jareeporn Jarukornsakul | Director             |
| (2) | Mr. Pasu Loharjun           | Independent Director |
| (3) | Mr. Pajongwit Pongsivapai   | Director             |

The Board (without the interested directors) has considered the appropriateness, knowledge, competencies, skill, expertise, profession, with the variety of experience in relevant business and other suitable qualifications for maximum benefit and in accordance with the Company's business strategy and deems it appropriate to propose the Meeting to re-appoint the 3 retired directors for another term of office. Profiles of the 3 directors are in Attachment 2.

In addition, under Section 86 of the Public Limited Company Act B.E. 2535 (as amended), a director must not operate, or serve as a director of, any private or other company that carries on the same or competing business as the company—whether for personal gain or for the benefit of others—unless the proposed appointment and related interests are disclosed to the shareholders' meeting before the resolution to appoint the director. The 3 directors are not directors or members of management of any business that is of the same nature as, or in competition with, the Company's business.

The director nominated for the position of Independent Director complies with all legal requirements applicable to independent directors.

Board's opinion: The Board (without the interested directors) deems it appropriate to propose the Meeting approve the re-appointment of those 3 retired directors to be in their positions for another term of office.

Voting: To be approved by a simple majority of shareholders attending the meeting and casting their votes.

## Agenda 5 To approve the directors' remuneration for the year 2026

Objectives and Rationale: To comply with Section 90 of the Public Limited Companies Act, B.E. 2535 (1992) (including any amendment thereto), and Article 14 of the Company's Articles of Association, the directors are entitled to receive the director remuneration from the Company in the form of reward, meeting allowance, gratuity, bonus, or return in other nature as considered and resolved by the shareholders' meeting with votes no less than two-thirds (2/3) of total votes of the shareholders attending the meeting. To ensure that the Board receives appropriate and fair remuneration, the Nomination and Remuneration Committee has preliminarily considered the structure and composition of the remuneration and proposed the Board to consider the appropriation of the remuneration, taking into account their scope of works, roles and responsibilities relevant to the Company's operating performance, achievements, other related factors, including comparisons with other listed companies' directors remuneration within the same or similar industry and size. The Nomination and Remuneration Committee, therefore, deems it appropriate to propose the Board to further propose to the Meeting to approve the directors' remuneration at the same rate as the previous year. Details are as follows:

### 1. Retainer fee and meeting allowance

	Position	Retainer Fee		Meeting Allowance	
		2026 (THB/year <sup>1/</sup> )	2025 (THB/year <sup>1/</sup> )	2026 (THB/meeting <sup>2/</sup> )	2025 (THB/meeting <sup>2/</sup> )
Board of Directors	Chairman	250,000	250,000	40,000	40,000
	Directors	200,000	200,000	30,000	30,000
Audit Committee	Chairman	-	-	35,000	35,000
	Members	-	-	20,000	20,000
Nomination and Remuneration Committee	Chairman	-	-	25,000	25,000
	Members	-	-	15,000	15,000
Risk Management and Information Security Committee	Chairman	-	-	25,000	25,000
	Members	-	-	15,000	15,000
Corporate Governance and Sustainable Development Committee	Chairman	-	-	25,000	25,000
	Members	-	-	15,000	15,000
Executive Committee	Chairman	-	-	25,000	25,000
	Members	-	-	15,000	15,000

Remark: <sup>1/</sup>Payment will be made on a monthly basis.

<sup>2/</sup>Meeting allowance is payable to directors attending the meeting only.

2. Bonus at a rate not exceeding 0.17 percent of the total income of the consolidated financial statements and equity income of investment from associates and joint ventures based on consolidated financial statements for the fiscal year ended December 31, 2026. The Board or any person assigned by the Board is authorized to set details and other conditions of the bonus payment.

Board's opinion: The Board has considered and deems it appropriate to propose the Meeting to consider and approve the determination of directors' remuneration in the form of retainer fee, meeting allowance, and bonus of the Board and a sub-committee for 2026, in accordance with all rationales and details as proposed.

Voting: To be approved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

#### **Agenda 6 To approve the appointment of auditors and the auditor's fee for the year 2026**

Objectives and Rationale: With respect to the appointment of auditors and fixing the auditor's fee for 2026, the Audit Committee has endorsed the nomination of PricewaterhouseCoopers ABAS Ltd. ("PwC") to the Board for consideration and selection as the audit firm for the Company and its subsidiaries since PwC is the audit firm of WHA Corporation Public Company Limited which is the parent company. Their performances have met the standards with the expertise in auditing. The audit fee is also appropriate.

Board's opinion: The Board has considered and deems it appropriate to propose the Meeting to consider and approve the appointment of the following auditors of PwC to be the Company's auditors, namely:

- |     |                            |                                      |
|-----|----------------------------|--------------------------------------|
| (1) | Ms. Wanvimol Preechawat    | Certified Public Account No. 9548 or |
| (2) | Mr. Pongthavee Ratanakoses | Certified Public Account No. 7795 or |
| (3) | Mr. Kan Tanthawirat        | Certified Public Account No. 10456   |

As for the auditors' fee for auditing and reviewing the Company's financial statements, the Board deems it appropriate to propose the Meeting to determine the audit fees for 2026 in the amount of THB 1,830,000 (the same rate as the previous year), and to acknowledge the non-audit fees in the amount of THB 452,000 which is related to IFRS S2 Climate-related Disclosures Workshop.

Items	2026 (THB)	2025 (THB)
(1) Fees for audited and quarterly reviewed financial statements	<b>1,830,000</b>	1,830,000
(2) Non-Audit Fees		
- Thai filing	-	3,000,000
- 144a comfort letter	-	11,150,000
- IFRS S2 Climate-related Disclosures Workshop	<b>452,000</b>	-

The proposed auditors have no relationship or any conflict of interest with the Company, subsidiaries, executives, major shareholders, or any related persons.

Voting: To be approved by a simple majority of shareholders attending the meeting and casting their votes.

**Agenda 7 To approve the amendment to Clause 20 of the Company’s Objective and Clause 3 of the Memorandum of Association (Objectives)**

Objectives and Rationale: To ensure that the Company’s Objective related to service business shall be clearly stated and supportive to the future operations, the Board deems it appropriate to propose the Meeting to approve the amendment to Clause 20 of the Company’s Objective; the proposed amendment is detailed below.

Existing Clause	Proposed Amendment
(20) To carry out service business relating to laws, accounting, engineering, architecture and advertisement	(20) To engage in the business of providing consultancy, planning, management, or various professional services across multiple disciplines, including but not limited to legal services, accounting, finance, engineering, architecture, digital and information technology, marketing, advertising and public relations, business strategy, human resource management and development, transportation, agriculture, and the prevention, response to, and mitigation of disasters, calamities, and all forms of emergencies.

In this connection, the Board therefore proposes that the Meeting approve an amendment to Clause 3 (Objectives) of the Company’s Memorandum of Association to ensure consistency; the proposed amendment is detailed below.

**From** Clause 3 The objectives of the Company are concluded in 43 Clauses. The details are given in the attached Form BMJ. 002.

**To** Clause 3 The objectives of the Company are concluded in 43 Clauses. The details are given in the attached Form BMJ. 002.

Board’s opinion: The Board has considered and deems it appropriate to propose the Meeting to approve the amendment to Clause 20 of the Company’s Objective by cancelling the existing clause and replacing with the proposed text, and to approve the amendment to Clause 3 of the Memorandum of Association (Objectives) as proposed. This also includes to authorize the authorized directors or any designated person as assigned by such directors to perform all necessary acts for the amendment registration according to the Public Company Limited registrar’s order until completion.

Voting: To be approved by not less than three-fourths (3/4) (75 percent) of the total votes of the shareholders attending the meeting and entitled to vote.

**Agenda 8 To consider other business (if any)**

The Company has determined the closing date of the shareholder register book to determine the right to attend the 2026 Annual General Meeting of Shareholders from April 7, 2026, onwards until the 2026 Annual General Meeting of Shareholders is adjourned.

The 2026 Annual General Meeting of Shareholders, as well as the registration, voting, and vote counting, will be only conducted by electronic means (E-AGM). No physical meeting is provided. The Company has used “Inventech Connect” system provided by Inventech Systems (Thailand) Co., Ltd. for this E-AGM.

**Shareholders / proxies who wish to attend the E-AGM**, please consider and comply with “Advice on Necessary Evidence for E-AGM Registration, Appointment of Proxy, Voting, and Vote Counting” and “Guidelines for Attending Electronic Meeting by Inventech Connect” (Attachment 3 and 4). **Please submit an e-Request** at <https://fort.inventech.co.th/WHAID450784R/#/homepage> or scan QR Code



Electronic system for submitting e-Request registration and necessary evidence to obtain “Username, Password, and Weblink” **will be available for shareholders/ proxies in advance starting from April 17, 2026, at 8.30 a.m. onwards**. However, E-AGM will be available for joining and attending on April 24, 2026, at 8.00 a.m. until the meeting is adjourned.

Any inquiries on E-Request registration or any technical issues/support for attending the E-AGM, please contact:

Inventech Call Center Tel. 02-460-9229

Available from April 17-24, 2026, during 8.30 a.m.- 5.30 p.m.

(working hours and business days only, excluding public holidays)

Shareholders who wish to **appoint one of the Company’s directors** to attend the Meeting and vote on their behalf, please use Proxy Form B (Attachment 5) to appoint a director as your proxy. In this case, the shareholders are not required to submit the e-Request registration. Shareholders are requested to **deliver the completed Proxy Form appointing the director, together with necessary evidence** (Attachment 3) to the Company **within Wednesday, April 22, 2026**, to the address below.

Corporate Secretary Department

WHA Industrial Development PCL

21<sup>st</sup> Floor, WHA TOWER, No. 777, Moo 13, Debaratna Road (Bangna-Trad) KM.7

Bang Kaeo, Bang Phli, Samutprakarn 10540

The Company shall conduct the Meeting in accordance with the Company’s Articles of Association as provided in Attachment 6.

The Company has attached the Privacy Notice pursuant to the Personal Data Protection Act, B.E. 2562 (2019), as provided in Attachment 7, to inform shareholders/ proxies, as the Data Subject, of details about objectives, collective, use, and disclosure of personal data for the benefit of attending the Meeting and in order to comply with relevant laws.

Therefore, the shareholders are cordially invited to attend the 2026 Annual General Meeting of Shareholders through electronic means (E-AGM) on the date, time and procedures as mentioned above.

Please be informed accordingly.

Yours faithfully

**WHA Industrial Development Public Company Limited**

*-signature-*

(Ms. Jareeporn Jarukornsakul)

Chairman of the Board of Directors

Corporate Secretary Department

Tel. 02-719-9555

### Profiles of the Nominated Candidates to be Directors

#### 1. Ms. Jareeporn Jarukornsakul

**Type of director:** Director

**Current position:** Chairman of the Board of Directors  
Chairman of the Executive Committee  
Member of Nomination and Remuneration Committee  
Authorized Director

**Age:** 58 years old

**Date of Appointment as Director:** March 17, 2015

#### Education

- Doctor of Philosophy, honoris causa (Occupational Health and Safety), Mahidol University
- The Honorary Doctorate Degree of Arts in Entrepreneurship, Bangkok University
- Honorary Degree of Doctor of Business Administration, Ramkhamhaeng University
- Doctor of Business Administration, Western University
- The Honorary Ph. D. Degree, Logistics and Supply Chain Management, Christian University
- Master's degree, Business Administration, Bangkok University
- Bachelor's degree, Public Health, Mahidol University

#### Training

- Subsidiary Governance Program Class (SGP) Class 6/2023, Thai Institute of Directors
- Wellness & Healthcare Business Opportunity for Executives Program (WHB) Class 1/2021, ASEAN Institute for Health Development, Mahidol University
- Director Leadership Certification Program (DLCP) Class 0/2021, Thai Institute of Directors
- Role of Chairman Program (RCP) Class 46/2020, Thai Institute of Directors
- Corporate Governance for Capital Market Intermediaries Program (CGI) Class 17/2016, Thai Institute of Directors
- The National Defense Program Class 60/2017, Thailand National Defense College
- The Senior Executive Program in Energy Literacy for a Sustainable Future Class 9/2017, Thailand Energy Academy
- Director Accreditation Program (DAP) Class 210/2015, Thai Institute of Directors
- The Senior Executives Program in Justice Administration Class 20/2015, National Justice Academy, Office of Courts of Justice
- Executive Leadership Program Class 18/2014, Capital Market Academy
- Director Certification Program (DCP) Class 94/2012, Thai Institute of Directors
- Bank's Preparations for Compliance with Personal Data Protection Act (PDPA) and Cyber Security Act, Baker & McKenzie and PwC Thailand
- Cyber Resilience Leadership: Tone from the Top 2020, Bank of Thailand in collaboration with Securities and Exchange Commission and Office of Insurance Commission
- Cyber Armor: Capital Market Board Awareness about Cybersecurity and Intelligence Threats Assessment, Securities and Exchange Commission

<b>Securities Holding in the Company (including spouse and minor as of December 31, 2025)</b>	-None-
<b>Family Relationship with other Directors and Executives</b>	-None-
<b>Directorship / Executive position in other Listed Companies</b>	4 entities
<b>Directorship / Executive position in other Companies / Organizations (non-listed companies)</b>	59 entities
<b>Directorship / Executive position in another business that may compete with or have any conflict of interest against the Company</b>	-None-
<b>Having qualifications and no prohibitions according to laws</b>	

Never dishonestly committed an offence against property nor entered any transaction which may cause conflict of interest against the Company during the past year.

**2. Mr. Pasu Loharjun**

**Type of director:** Independent Director  
**Current position:** Independent Director  
 Chairman of the Risk Management and Information Security Committee  
 Member of the Audit Committee  
**Age:** 66 years old  
**Date of Appointment as Director:** August 10, 2024

**Education**

- Ph.D. in Industrial Engineering and Operation Research, Virginia Polytechnic Institute and State University, USA
- Master of Engineering in Industrial Engineering, Polytechnic Institute of New York (NYU Poly), USA
- Bachelor of Engineering, Chulalongkorn University

**Training**

- National Defence Course (NDC), Class 53, National Defence College, National Defence Studies Institute
- Top Executive Program in Commerce and Trade (TEPCoT), Class 8, Institute of Trade Studies, University of the Thai Chamber of Commerce
- Capital Market Academy Executive Program (CMA), Class 22/2016
- Risk Management Program for Corporate Leaders, 2023, Thai Institute of Directors
- Subsidiary Governance Program, 2023, Thai Institute of Directors
- Boardroom Success through Finance and Investment Program, 2020, Thai Institute of Directors
- Financial Statements for Directors Program, 2019, Thai Institute of Directors
- The Role of Chairman Program (RCP), 2017, Thai Institute of Directors
- Director Certification Program (DCP), 2015, Thai Institute of Directors

**Securities Holding in the Company (including spouse and minor as of December 31, 2025)** -None-

**Family Relationship with other Directors and Executives** -None-

**Directorship / Executive position in other Listed Companies** 2 entities

**Directorship / Executive position in other Companies / Organizations (non-listed companies)** 4 entities

**Directorship / Executive position in another business that may compete with or have any conflict of interest against the Company** -None-

**Having qualifications and no prohibitions according to laws**

Never dishonestly committed an offence against property nor entered any transaction which may cause conflict of interest against the Company during the past year.

### 3. Mr. Pajongwit Pongsivapai

**Type of director:** Director

**Current position:** Director  
 Member of the Risk Management and Information Security Committee  
 Member of the Corporate Governance and Sustainable Development Committee  
 Member of the Executive Committee  
 Chief Executive Officer  
 Authorized Director

**Age:** 57 years old

**Date of Appointment as Director:** August 10, 2024

#### Education

- Master of Science in Chemical Engineering, Oregon State University, Corvallis, Oregon, USA
- Bachelor of Chemical Engineering, Chulalongkorn University

#### Training

- Advanced Management Program (Wor Tor Tor), Capital Market Academy
- Advanced Energy Science Program for Executives (Wor Por Nor), Thailand Energy Academy
- TLCA Leadership Development Program (LDP): “Enhancing the Competitiveness of Thai Companies,” organized by the Thai Listed Companies Association (TLCA) in collaboration with the International Institute for Management Development (IMD), Switzerland
- Advanced Certificate Program in Democratic Governance and Politics for Senior Executives, King Prajadhipok’s Institute
- TLCA Executive Development Program (EDP), Thai Listed Companies Association
- General Management Program, The European Centre for Executive Development, Fontainebleau, France (2007)
- Director Accreditation Program (DAP), Class 205/2023, Thai Listed Companies Association
- Subsidiary Governance Program (SGP), Class 3/2022, Thai Listed Companies Association
- BCG’s Leading Energy Event in Asia – “Confluence”

**Securities Holding in the Company (including spouse and minor as of December 31, 2025)** -None-

**Family Relationship with other Directors and Executives** -None-

**Directorship / Executive position in other Listed Companies** 1 entity

**Directorship / Executive position in other Companies / Organizations (non-listed companies)** 24 entities

**Directorship / Executive position in another business that may compete with or have any conflict of interest against the Company** -None-

#### Having qualifications and no prohibitions according to laws

Never dishonesty committed an offence against property nor entered any transaction which may cause conflict of interest against the Company during the past year.

**Advice on Necessary Evidence for E-AGM Registration, Appointment of Proxy,  
Voting, and Vote Counting**

**Attending the E-AGM**

Shareholders / proxies (except the shareholders who appoint the director as the proxies), who wish to attend the E-AGM is required to submit a request to attend the E-AGM (“e-Request”) together with necessary evidence in order to obtain “Username, Password, and Weblink” for registration in advance starting from April 17, 2026 at 8.30 a.m. onwards.

Please **submit an e-Request** at <https://fort.inventech.co.th/WHAID450784R/#/homepage> or **scan QR Code**.



Once your e-request has been verified and approved, we will inform you, by email, of your “Username, Password, and Weblink” for E-AGM registration which shall be conducted via “Inventech Connect” system. However, **E-AGM will be available for joining and attending on April 24, 2026, from 8.00 a.m. (2 hours before the opening of the meeting) until the meeting is adjourned.**

Please consider the “Guidelines for attending Electronic Meeting by Inventech Connect” (Attachment 4). For E-Request submission, please prepare and attach all required necessary documents completely. The Company reserves the right to refuse the E-AGM registration if the required evidence is incomplete or incorrect and if the E-Request is submitted after the meeting adjournment.

Rights to attend the Meeting and vote in the Meeting are individual rights of a shareholder or proxy. Please keep the Username and Password as confidential information which shall not be disclosed to others. The shareholders hereby accept that the attendance, voting, and/or any actions carried out by using such Username and Password shall be deemed as having been attended and voted by shareholders with legally valid and binding effect.

One username cannot be simultaneously used by various devices to log in to Inventech Connect system to attend the meeting.

**Appointment of Proxy**

Shareholders can appoint other people as their proxies to attend the meeting and vote on their behalf. The Company has provided 3 Proxy Forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce (Attachment 5), i.e.,

- Form A. is a general form that is simple and uncomplicated.
- Form B. is an explicit form that sets out specific details of authorization.
- Form C. is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

Procedures for the appointment of proxy are as follows:

- (1) General shareholders may choose to use either Proxy Form A. or Form B. only. The Company recommends the shareholders use Proxy Form B. and specify the voting for each agenda item.
- (2) Shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper are recommended to use Proxy Form C.

- (3) The shareholders, who appoint the proxy, shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her number of shares to different proxies for separate voting.
- (4) The shareholders can **appoint either one of the Company's directors** by completing Proxy Form B. and specify the voting for each agenda item. e-Request submission is not required in this case.
- (5) THB 20 stamp duty must be affixed with the crossed-out mark and specifying the date in the proxy form.
- (6) If the shareholder would like to revoke the proxy, the shareholder must inform the Company in writing of the revocation intention by April 23, 2026, before the meeting date.

### **Necessary Documents and Evidence**

#### **1. Shareholders / Proxies who wish to attend the E-AGM in Person**

##### **1.1 Individual Shareholders**

###### **(1) Attendance the E-AGM in Person**

- (a) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner), certified as true and correct copy by the shareholder.

###### **(2) Attendance by Proxy**

- (a) Proxy form (either Form A. or Form B.) correctly and filled in, signed by the grantor and the proxy.
- (b) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the grantor, certified as true and correct copy by the grantor.
- (c) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.

##### **1.2 Juristic Person Shareholders**

###### **(1) Attendance in Person by the Authorized Person of the Juristic Person**

- (a) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person of the juristic person attending the Meeting in person, certified as true and correct copy by him/her.
- (b) Copy of an affidavit of the juristic person granted by government authorities (issued no longer than 1 year prior to the meeting date) certified as true and correct copy by the authorized person attending the E-AGM, with the statement showing that such authorized person is empowered to act on behalf of such juristic person as the shareholder.

###### **(2) Attendance by Proxy**

- (a) Proxy form, (either Form A. or Form B.) correctly and completely filled in, signed by the grantor and the proxy.
- (b) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person (as the grantor), certified as true and correct copy by the grantor.

- (c) Copy of an affidavit of the juristic person granted by government authorities (issued no longer than 1 year prior to the meeting date) certified as true and correct copy by the authorized person as the grantor, and power of attorney (if any), with the statement showing that such authorized person is empowered to act on behalf of such juristic person as the shareholder.
  - (d) Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.
- (3) Appointment of Proxy in the case of Shareholders who are Foreign Investors and have appointed a Custodian in Thailand to be a Share Depository and Keeper**
- (a) The Proxy Form C., correctly and completely filled in, signed by the authorized representative of the custodian who is the grantor and signed by the proxy.
  - (b) Required documents from the custodian as specified above in clause 1.2 (1) and (2), as the case may be.
  - (c) Document confirming that the person who signed the proxy form is permitted to operate the custodian business.
  - (d) A copy of Power of Attorney from the shareholder who appoints the custodian to sign the proxy form on his/her behalf.

After the submission of the request and necessary evidence to the e-Request system, the shareholder is requested to send the original executed proxy form with its supporting necessary evidence to the Company:

Corporate Secretary Department  
 WHA Industrial Development PCL  
 21<sup>st</sup> Floor, WHA TOWER, No. 777, Moo 13, Debaratna Road (Bangna-Trad) KM.7  
 Bang Kaeo, Bang Phli, Samutprakarn 10540 email: companysecretary@wha-industrialestate.com

## 2. Appointment of the Company's Director as a Proxy

Shareholders can **appoint one of the Company's directors** by completing **Proxy Form B.** with accurate information specifying clear voting instruction in each agenda item and signed by the grantor. Supporting evidence of the grantor must be provided.

Please deliver the completed Proxy Form appointing the director, together with necessary evidence to the Company **within April 22, 2026**, for verification. Please send to:

Corporate Secretary Department  
 WHA Industrial Development PCL  
 21<sup>st</sup> Floor, WHA TOWER, No. 777, Moo 13, Debaratna Road (Bangna-Trad) KM.7  
 Bang Kaeo, Bang Phli, Samutprakarn 10540 email: companysecretary@wha-industrialestate.com

e-Request submission is not required for the appointment of the director as a proxy.

- 3. In case of any changes of title / name / surname, copy of evidence of such changes, certified as true and correct copy, shall also be submitted.
- 4. For any foreign language documents which are not in English, English translation of such documents are required and must be certified as true translation by the shareholders or the authorized person of the juristic persons.

**Vote Casting and Vote Counting via Electronic Means (e-Voting)**


Vote casting and vote counting will be conducted via electronic means (e-Voting) which will be controlled and managed by Inventech Connect system. The vote casting and vote counting procedures are as follows.

1. One share shall have one vote.
2. Shareholders or proxies shall cast the votes to only one of: approve, disapprove, or abstain. The votes on each agenda item cannot be divided (except for the voting of the custodian).
3. In case of Proxy:
  - 3.1 In a case where the shareholder has specified clear instructions in the proxy form, the votes will be recorded in accordance with the instructions. The proxy will not be required to vote during the meeting.
  - 3.2 In the case where the shareholder does not specifically identify or the instruction is unclear, the proxy is entitled to consider and vote on behalf of the shareholder as appropriate.
4. In casting the votes for each agenda item, the e-Voting system will be open for shareholders and proxies to cast their votes. Shareholders or proxies who attend the meeting but do not cast their votes through the e-Voting system shall be deemed as having approved such agenda item.
5. For the agenda: To approve the appointment of directors to replace the directors who are due to retire by rotation, the Company will arrange the vote casting for the appointment of each nominated director individually.
6. Before casting the votes in each agenda item, the chairman of the meeting or the person designated by the chairman of the meeting will give the shareholders and the proxies an opportunity to inquire or comment on the issues related to such agenda item as appropriate.
7. Resolutions of the meeting require the following votes:
  - 7.1 In ordinary cases, a resolution of the meeting requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  - 7.2 In other cases, as specified otherwise by laws or the Company's Articles of Association, a resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association.
  - 7.3 In the case of a tied, the chairman of the meeting shall have an additional vote as the deciding vote.
  - 7.4 A shareholder or a proxy who has any special interests in any matter shall not be entitled to vote on such matter.
  - 7.5 The vote counting will be conducted immediately and the chairman of the meeting or the person designated by the chairman of the meeting will announce the voting results to the meeting after the completion of the vote counting for each agenda item.
  - 7.6 Vote counting in this E-AGM is conducted via electronic means controlled and managed by Inventech Connect system without physical ballot. As a result, this meeting would not have invalid ballots.

## Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

### Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://fort.inventech.co.th/WHAID450784R/#/homepage> or scan QR Code  follow the steps as shown in the picture.



**\*\* Merge user accounts, please using the same email and phone number \*\***

- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 steps
  - Step 1 Fill in the information shown on the registration page
  - Step 2 Fill in the information for verify
  - Step 3 Verify via OTP
  - Step 4 Successful transaction, the system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from **April 17, 2026, at 8.30 a.m. and shall be closed on April 24, 2026, until the end of the meeting.**


3. The electronic conference system will be available on **April 24, 2026, at 8.00 a.m. (2 hours before the opening of the meeting)**. Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.


### Appointment of Proxy to the Company's Directors


For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by April 22, 2026, by delivering to the following address:

Corporate Secretary Department  
 WHA Industrial Development PCL  
 21<sup>st</sup> Floor, WHA Tower, No. 777, Moo 13, Debaratna Road (Bangna-Trad) KM.7  
 Bang Kaeo, Bang Phli, Samutprakarn, 10540  
 email: [companysecretary@wha-industrialestate.com](mailto:companysecretary@wha-industrialestate.com)

### If you have any problems with the software, please contact Inventech Call Center

 02-460-9229

 @inventechconnect

 The system available during April 17-24, 2026 at 8.30 a.m. – 5.30 p.m.  
**(Specifically excludes holidays and public holidays)**



**Report a problem**  
[@inventechconnect](https://line.me/tv/@inventechconnect)

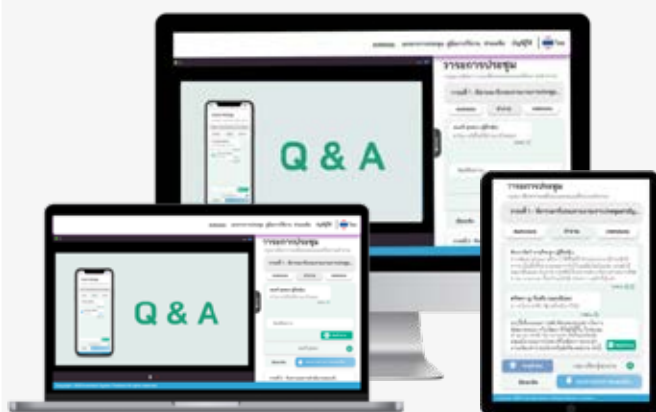
## Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

## Step to ask questions via Inventech Connect



- Select which agenda
  - Click on “Question” button
- 1 Ask a question
    - Type the question then click “Send”
  - 2 Ask the question via video
    - Click on “Conference”
    - Click on “OK” for confirm your queue
    - Please wait for the queue for you then you can open the microphone and camera

## How to use Inventech Connect

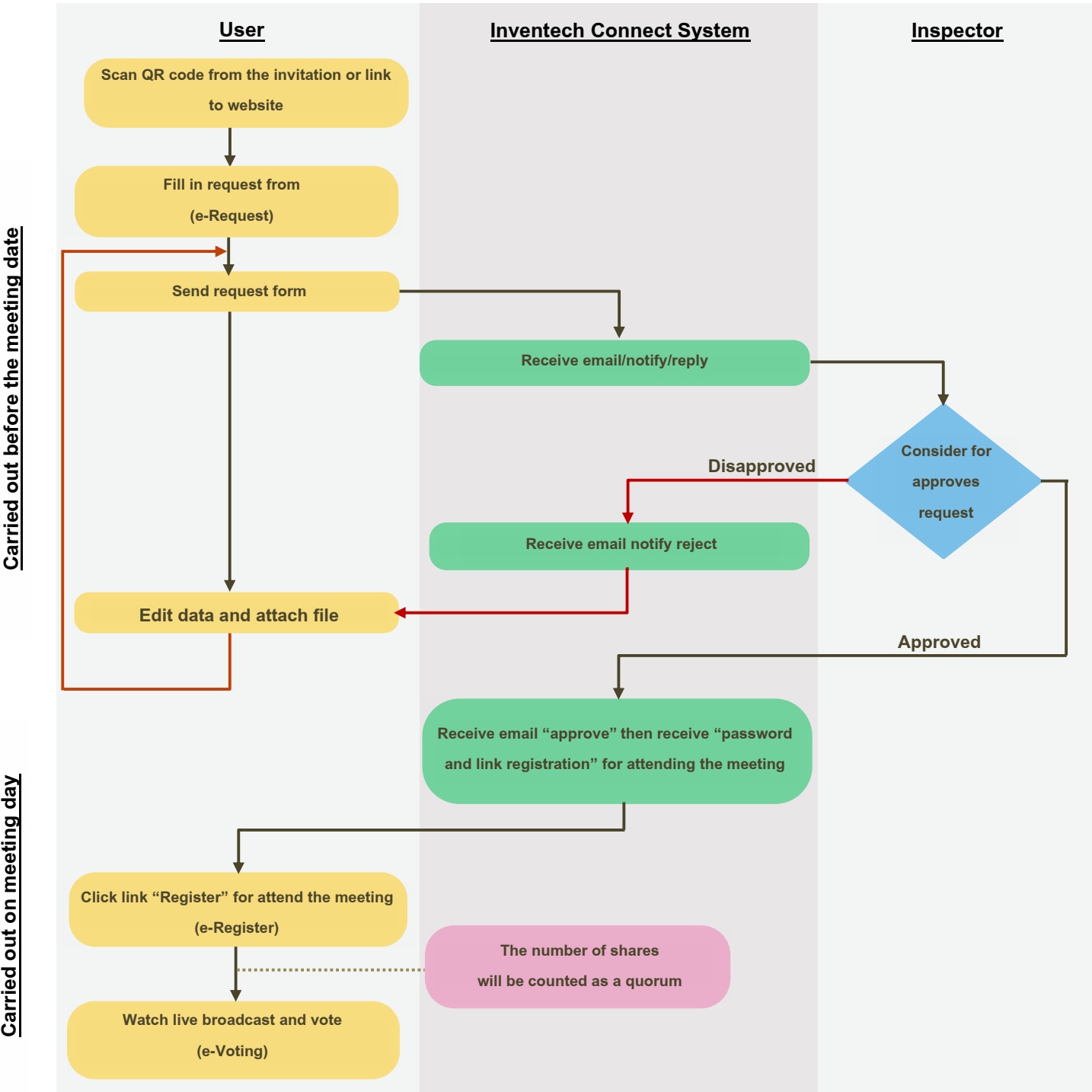


### User Manual and Video of using Inventech Connect

\* Note: Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems

1. Internet speed requirements
  - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
  - High Quality Video: Must be have internet speed at 1.0 Mbps.
  - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
  - Smartphone/Tablet that use IOS or android OS.
  - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **\*\* The system does not support internet explorer.**

**Flowchart for the Meeting Attendance via e-Meeting**



**Condition of use**

**In case Merge account/change account**

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

**In case Exit the meeting**

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

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## หนังสือมอบฉันทะ (แบบ ก.)

## Proxy Form A

เขียนที่ .....

Written at

วันที่ ..... เดือน ..... พ.ศ. ....

Date Month Year

(1) ข้าพเจ้า ..... สัญชาติ.....

I / We Nationality

อยู่บ้านเลขที่ .....

Address

(2) เป็นผู้ถือหุ้นของ บริษัท ดับบลิวเอชเอ อินดัสเตรียล ดีเวลลอปเม้นท์ จำกัด (มหาชน)

Being a shareholder of **WHA Industrial Development Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ .....เสียง ดังนี้

Holding the total amount of ..... shares and having the right to vote equal to votes as follows:

หุ้นสามัญ .....หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง

Ordinary share ..... shares and having the right to vote equal to ..... votes

หุ้นบุริมสิทธิ ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง

Preferred share ..... shares and having the right to vote equal to ..... votes

(3) ขอมอบฉันทะให้

Hereby appoint

ชื่อ ..... อายุ ..... ปี

Name age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....

Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด ..... รหัสไปรษณีย์ .....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน การประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Any one of them as my/our proxy in attending and voting on my/our behalf at the **2026 Annual General Meeting of Shareholders on Friday, April 24, 2026, at 10.00 a.m. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations** or such other date, time and place as the Meeting may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

ลงชื่อ / Signed ..... ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/ Remark

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.



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## หนังสือมอบฉันทะ (แบบ ข.)

## Proxy Form B

เขียนที่ .....

Written at

วันที่ ..... เดือน ..... พ.ศ. ....

Date Month Year

- (1) ข้าพเจ้า ..... สัญชาติ.....  
I / We Nationality  
อยู่บ้านเลขที่ .....  
Address

- (2) เป็นผู้ถือหุ้นของ บริษัท ดับบลิวเอชเอ อินดัสเตรียล ดีเวลลอปเม้นท์ จำกัด (มหาชน)

Being a shareholder of **WHA Industrial Development Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม ..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ ..... เสียง ดังนี้

Holding the total amount of ..... shares and having the right to vote equal to votes as follows:

หุ้นสามัญ ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ ..... เสียง

Ordinary share ..... shares and having the right to vote equal to ..... votes

หุ้นบุริมสิทธิ ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ ..... เสียง

Preferred share ..... shares and having the right to vote equal to ..... votes

- (3) ขอมอบฉันทะให้

Hereby appoint

1. ชื่อ ..... อายุ ..... ปี  
Name age years  
อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....  
Residing at Road Tambol / Khwaeng Amphur / Khet  
จังหวัด ..... รหัสไปรษณีย์ ..... หรือ  
Province Postal Code or
2. ชื่อ ..... อายุ ..... ปี  
Name age years  
อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....  
Residing at Road Tambol / Khwaeng Amphur / Khet  
จังหวัด ..... รหัสไปรษณีย์ ..... หรือ  
Province Postal Code or
3. ชื่อ ..... อายุ ..... ปี  
Name age years  
อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....  
Residing at Road Tambol / Khwaeng Amphur / Khet  
จังหวัด ..... รหัสไปรษณีย์ ..... หรือ  
Province Postal Code or

- กรรมการอิสระของบริษัทคนใดคนหนึ่งดังต่อไปนี้เป็นผู้รับมอบฉันทะ (ข้อมูลของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 8)

Anyone of the following Independent Directors to be the proxy (details of the Independent Directors are set out in Attachment 8)

1. นางสาวดวงใจ อัสวจินตจิตร หรือ / Ms. Duangjai Asawachintajit, or  
 2. นางพรณี วราวุฒิจงสถิต / Mrs. Punnee Worawuthichongsathit



คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน การประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย  
 Anyone of them as my/our proxy in attending and voting on my/our behalf at the **2026 Annual General Meeting of Shareholders on Friday, April 24, 2026, at 10.00 a.m. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations** or such other date, time and place as the Meeting may be adjourned.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
 In this Meeting, I / we grant my/our proxy to consider and vote on my/our behalf as follows:

- วาระที่ 1                      รับทราบผลการดำเนินงานของบริษัทประจำปี 2568  
Agenda 1                      To acknowledge the Company's 2025 operating performance  
 วาระนี้เป็นวาระเพื่อรับทราบ จึงไม่มีการลงมติ  
 This agenda is for acknowledgement; therefore, no votes shall be cast
- วาระที่ 2                      พิจารณานุมัติงบการเงิน สำหรับปีบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2568 ซึ่งผ่านการตรวจสอบโดยผู้สอบบัญชีรับอนุญาตแล้ว  
Agenda 2                      To approve the Company's Financial Statements for the fiscal year ended December 31, 2025, audited by the Certified Public Accountant
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain
- วาระที่ 3                      พิจารณานุมัติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2568 และจัดสรรทุนสำรองตามกฎหมาย  
Agenda 3                      To approve the dividend payment for the 2025 performance and legal reserve allocation
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain
- วาระที่ 4                      พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ  
Agenda 4                      To approve the appointment of directors to replace the directors who are due to retire by rotation
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:
- แต่งตั้งกรรมการทั้งชุด / To elect all nominated directors  
 เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain
- แต่งตั้งกรรมการเป็นรายบุคคล / To elect individual nominated directors
1. นางสาวจรีพร จารุกรสกุล / Ms. Jareeporn Jarukornsakul  
 เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain

2. นายพสุ โลหารชุน หรือ / Mr. Pasu Loharjun  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain
3. นายปจวงวิฑ พงษ์ศิวกาย / Mr. Pajongwit Pongsivapai  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain

วาระที่ 5 พิจารณานุมัติกำหนดค่าตอบแทนกรรมการประจำปี 2569

Agenda 5 To approve the directors' remuneration for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain

วาระที่ 6 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2569

Agenda 6 To approve the appointment of auditors and the auditor's fee for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain

วาระที่ 7 พิจารณานุมัติการแก้ไขเพิ่มเติมวัตถุประสงค์ของบริษัท ข้อ 20 และแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 3 (วัตถุประสงค์) ของบริษัท

Agenda 7 To approve the amendment to Clause 20 of the Company's Objective and Clause 3 of the Memorandum of Association (Objectives)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 To consider other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:  
 เห็นด้วย/ Approve    ไม่เห็นด้วย/ Disapprove    งดออกเสียง/ Abstain



- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the proxy on any agenda item which is not in accordance with my/our voting intention expressed in this Form of Proxy shall be invalid and shall not be regarded as the vote in my/our capacity as the shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case that I/we have not specified my/our voting intention on any agenda item or not clearly specified or in the case that the meeting considers or passes resolutions on any matters other than those specified above, including in the case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem it appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act(s) performed by the proxy at the meeting, it shall be deemed that such act(s) had been done by me in all respects except for the vote of the proxy which is not in accordance with my/our voting intentions expressed in this Proxy Form.

ลงชื่อ / Signed ..... ผู้มอบฉันทะ / Grantor

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ / Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)

#### หมายเหตุ / Remarks

- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อการแยกการลงคะแนนเสียงได้  
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and not split the number of shares to several proxies for splitting votes.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In the agenda item regarding election of new directors, the whole set of nominated directors, or any individual nominated directors, can be elected.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข. ตามแนบ  
In the case that there are agenda items other than those specified above, the grantor of the proxy shall use the Supplement to Proxy Form B. attached herewith to specify the additional agenda item(s).

## ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

## Supplement to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ดับบลิวเอชเอ อินดัสเตรียล ดีเวลลอปเม้นท์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The proxy is granted by a shareholder of WHA Industrial Development Public Company Limited for the 2026 Annual General Meeting of Shareholders held on Friday, April 24, 2026, at 10.00 a.m. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or such other date, time and place as the Meeting may be adjourned.

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

วาระที่ / Agenda ..... เรื่อง เลือกตั้งกรรมการ (ต่อ) / Subject : Election of Directors (continued)

- ชื่อกรรมการ / Name of Director .....  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain
- ชื่อกรรมการ / Name of Director .....  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain
- ชื่อกรรมการ / Name of Director .....  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain



ปิดอากรแสตมป์ 20 บาท  
Affix THB 20 Duty Stamp

## หนังสือมอบฉันทะ (แบบ ค.)

## Proxy Form C

เขียนที่ .....  
Written at  
วันที่ ..... เดือน ..... พ.ศ.....  
Date Month Year

(1) ข้าพเจ้า ..... สัญชาติ.....  
I / We Nationality

อยู่บ้านเลขที่ .....  
Address

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

Acting as the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท ดับบลิวเอชเอ อินดัสเตรียล ดีเวลลอปเม้นท์ จำกัด (มหาชน)

Being a shareholder of **WHA Industrial Development Public Company Limited**

โดยถือหุ้นจำนวนทั้งสิ้นรวม .....หุ้น และออกเสียงลงคะแนนได้เท่ากับ .....เสียง ดังนี้

Holding the total amount of ..... shares and having the right to vote equal to ..... votes as follows:

หุ้นสามัญ .....หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง

Ordinary share ..... shares and having the right to vote equal to ..... votes

หุ้นบุริมสิทธิ .....หุ้น ออกเสียงลงคะแนนได้เท่ากับ .....เสียง

Preferred share ..... shares and having the right to vote equal to ..... votes

(2) ขอมอบฉันทะให้ / Hereby appoint

1. ชื่อ.....อายุ ..... ปี  
Name age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....

Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด ..... รหัสไปรษณีย์ ..... หรือ

Province Postal Code or

2. ชื่อ.....อายุ ..... ปี  
Name age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....

Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด ..... รหัสไปรษณีย์ ..... หรือ

Province Postal Code or

3. ชื่อ.....อายุ ..... ปี  
Name age years

อยู่บ้านเลขที่ ..... ถนน ..... ตำบล / แขวง ..... อำเภอ / เขต .....

Residing at Road Tambol / Khwaeng Amphur / Khet

จังหวัด ..... รหัสไปรษณีย์ .....

Province Postal Code

กรรมการอิสระของบริษัทคนใดคนหนึ่งดังต่อไปนี้เป็นผู้รับมอบฉันทะ (ข้อมูลของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 8)

Anyone of the following Independent Directors to be the proxy (details of the Independent Directors are set out in Attachment 8)

1. นางสาวดวงใจ อัสวจินตจิตร หรือ / Ms. Duangjai Asawachintajit, or

2. นางพรณี วรฤทธิจงสถิต / Mrs. Punnee Worawuthichongsathit

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน การประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Any one of them as my/our proxy in attending and voting on my/our behalf at the 2026 Annual General Meeting of Shareholders on Friday, April 24, 2026, at 10.00 a.m. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or such other date, time and place as the Meeting may be adjourned.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

To grant proxy according to the total number of shares held and having the right to vote

มอบฉันทะบางส่วน คือ

To grant proxy in partial portions:

หุ้นสามัญ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง

Ordinary share shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ.....หุ้น และมีสิทธิออกเสียงลงคะแนนได้.....เสียง

Preferred share shares and having the right to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง

Total entitled vote votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I / we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 รับทราบผลการดำเนินงานของบริษัทประจำปี 2568

Agenda 1 To acknowledge the Company's 2025 operating performance

วาระนี้เป็นวาระเพื่อรับทราบ จึงไม่มีการลงมติ

This agenda is for acknowledgement; therefore, no votes shall be cast

วาระที่ 2 พิจารณานุมัติงบการเงิน สำหรับปีบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2568 ซึ่งผ่านการตรวจสอบโดยผู้สอบบัญชีรับอนุญาตแล้ว

Agenda 2 To approve the Company's Financial Statements for the fiscal year ended December 31, 2025, audited by the Certified Public Accountant

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to vote according to my/our instruction as follows:

เห็นด้วย/ Approve  ไม่เห็นด้วย/ Disapprove  งดออกเสียง/ Abstain

วาระที่ 3 พิจารณานุมัติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2568 และจัดสรรทุนสำรองตามกฎหมาย

Agenda 3 To approve the dividend payment for the 2025 performance and legal reserve allocation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy shall have the right to vote according to my/our instruction as follows:

เห็นด้วย/ Approve  ไม่เห็นด้วย/ Disapprove  งดออกเสียง/ Abstain



- วาระที่ 4  
Agenda 4
- พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ  
To approve the appointment of directors to replace the directors who are due to retire by rotation
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- แต่งตั้งกรรมการทั้งชุด / To elect all nominated directors  
 เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
- แต่งตั้งกรรมการเป็นรายบุคคล / To elect individual nominated directors
1. นางสาวจรีพร จารุกรสกุล / Ms. Jareeporn Jarukornsakul  
 เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
2. นายพสุ โลหารชุน หรือ / Mr. Pasu Loharjun  
 เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
3. นายปจวิธ พงษ์ศิวกาย / Mr. Pajongwit Pongsivapai  
 เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
- วาระที่ 5  
Agenda 5
- พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการประจำปี 2569  
To approve the directors' remuneration for the year 2026
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
- วาระที่ 6  
Agenda 6
- พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2569  
To approve the appointment of auditors and the auditor's fee for the year 2026
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain
- วาระที่ 7  
Agenda 7
- พิจารณาอนุมัติการแก้ไขเพิ่มเติมวัตถุประสงค์ของบริษัท ข้อ 20 และแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 3 (วัตถุประสงค์) ของบริษัท  
To approve the amendment to Clause 20 of the Company's Objective and Clause 3 of the Memorandum of Association (Objectives)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve     ไม่เห็นด้วย/ Disapprove     งดออกเสียง/ Abstain

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 To consider other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

Vote of the proxy on any agenda item which is not in accordance with my/our voting intention expressed in this Form of Proxy shall be invalid and shall not be regarded as the vote in my/our capacity as the shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุม มีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case that I/we have not specified my/our voting intention on any agenda item or not clearly specified or in the case that the meeting considers or passes resolutions on any matters other than those specified above, including the case that there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act(s) performed by the proxy at the meeting, it shall be deemed that such act(s) had been done by me in all respects except for the vote of the proxy which is not in accordance with my/our voting intentions expressed in this Proxy Form.

ลงชื่อ/ Signed ..... ผู้มอบฉันทะ / Grantor

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ/ Signed ..... ผู้รับมอบฉันทะ / Proxy

(.....)



หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่มีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น  
The Proxy Form C. shall be applicable only for the shareholders in the share register book as foreign investors appointing a Custodian in Thailand.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ
  - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
 The following documents shall be attached to this Proxy Form:
  - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder
  - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อการแยกการลงคะแนนเสียงได้  
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and not split the number of shares to several proxies for splitting votes.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In the agenda item regarding election of new directors, the whole set of nominated directors, or any individual nominated directors, can be elected.
5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ  
In the case that there are agenda items other than those specified above, the grantor of the proxy shall use the Supplement to Proxy Form C. attached herewith to specify the additional agenda item(s).

## ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.

## Supplement to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ดับบลิวเอชเอ อินดัสเตรียล ดีเวลลอปเม้นท์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) ตามพระราชกำหนดว่าด้วยการประชุมผ่านสื่ออิเล็กทรอนิกส์ พ.ศ. 2563 และหลักเกณฑ์ที่เกี่ยวข้อง หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The proxy is granted by a shareholder of WHA Industrial Development Public Company Limited for the 2026 Annual General Meeting of Shareholders held on Friday, April 24, 2026, at 10.00 a.m. through electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or such other date, time and place as the Meeting may be adjourned.

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve                                     | Disapprove                                     | Abstain                                       |
| votes                                       | votes  | votes   |

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve                                     | Disapprove                                     | Abstain                                       |
| votes                                       | votes  | votes   |

วาระที่ / Agenda ..... เรื่อง / Subject .....

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
(b) The proxy shall have the right to vote according to my/our instruction as follows:
- |   |  |   |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve                                     | Disapprove                                     | Abstain                                       |
| votes                                       | votes  | votes   |

วาระที่ / Agenda ..... เรื่อง เลือกตั้งกรรมการ (ต่อ) / Subject : Election of Directors (continued)

ชื่อกรรมการ / Name of Director .....

- เห็นด้วย/Approve.....เสียง/votes  ไม่เห็นด้วย/Disapprove.....เสียง/votes  งดออกเสียง/Abstain .....เสียง/votes

ชื่อกรรมการ / Name of Director .....

- เห็นด้วย/Approve.....เสียง/votes  ไม่เห็นด้วย/Disapprove.....เสียง/votes  งดออกเสียง/Abstain .....เสียง/votes

ชื่อกรรมการ / Name of Director .....

- เห็นด้วย/Approve.....เสียง/votes  ไม่เห็นด้วย/Disapprove.....เสียง/votes  งดออกเสียง/Abstain .....เสียง/votes



## The Company's Articles of Association in relation to Shareholders' Meeting

### Chapter 1 General

Article 1 The terms referred to in these Articles shall have the following meaning unless otherwise specifically defined herein.

"Company" means WHA Industrial Development Public Company Limited.

"Law" means the laws on public company limited, laws on securities and exchange, including other laws being enforceable to or relating to the operating of the company.

"Registrar" means the registrar in accordance with the laws on public company limited.

"Share Registrar" means a person acting as the share registrar of the company.

Article 2 The provisions of the laws shall apply to the relevant cases unless specifically provided in these Articles.

Article 3 Unless otherwise stated herein, the provisions of Public Limited Companies Law and Securities and Exchange Law shall be construed and enforced.

etc.

### Chapter 4 Board of Director

Article 14 The board of directors of the Company shall consist of not less than 5 directors, and not less than half of the number of directors shall have residence in the Kingdom.

The director is entitled to receive the remuneration from the Company in the forms of money reward, meeting allowance, pension, bonus, or other forms of benefits in accordance with the Articles of Association or the consideration of the shareholders' meeting which the remuneration may be either determined as a fixed sum or laid down as a criterion, and shall be determined from time to time or continuously effective until further change. In addition, the directors have the rights to receive allowance, and other welfare benefits in accordance with the Company's regulations.

etc.

Article 15 The board of directors shall be elected by the shareholders' meeting subject to the following rules and procedures:

15.1 Each shareholder shall have one vote for each share held.

15.2 In the election of directors, the shareholders may cast votes for individual director on a one-by-one basis or on several-directors-as-a-team basis or by any other means deemed appropriate by the shareholders. In each voting, the shareholders must cast all the votes he/she has under sub-Article 15.1 above, the votes shall not be split for any one or any team more or less.

15.3 The voting for election of directors shall be decided by a majority vote. In the case of an equality of votes, the chairman of the meeting shall be entitled to a casting vote.

Article 16 At any the annual general meeting of shareholders, one-third of the directors, or, if the number is not a multiple of three, then the number nearest to one-third, must retire from offices. A retiring director under this Article is eligible for re-election.

etc.

**Chapter 5 Shareholders' Meeting**

Article 33 The board of directors shall hold the annual general meeting of shareholders within four (4) months from the ending date of the Company's accounting year.

A shareholders' meeting apart from the first paragraph shall be called an extraordinary general meeting of shareholders. The board of directors is entitled to hold the extraordinary general meeting of shareholders whenever it deems appropriate.

A shareholder or several shareholders holding shares in the aggregate number of not less ten (10) percent of the total number of shares sold, may, by subscribing their names, make a written request to the board of directors for calling an extraordinary general meeting of shareholders at any time, provided that matters and reasons for calling such meeting shall be clearly specified therein. In such case, the board of directors must cause a meeting of shareholders to be held within forty-five (45) days from the date of receipt the written request from the shareholders.

Article 34 The chairman of the board of directors or director who is authorized by the chairman of the board of directors will determine date, time and the venue for shareholders' meeting. The shareholders' meeting is possibly be held at the province where the Company's head office is located or other places as the board of directors deems appropriate.

Article 35 In calling the shareholders' meeting, the board of directors shall prepare the written notice of the meeting specifying the venue, date, time, meeting agenda and matters which will be proposed to the shareholders' meeting with its sufficient details, and by clearly specifying that the said meeting agenda and matters will be proposed for acknowledgement or approval or consideration, as the case may be, together with the opinion of the board of directors in such matters. The notice of the meeting shall be delivered to the shareholders and the registrar for acknowledgement not less than seven (7) days prior to the meeting date, and shall be advertised in the newspaper for three (3) consecutive days at least three (3) days prior to the meeting date.

Article 35/1 Shareholders' meeting can be held through electronic means which shall be conducted in compliance with relevant laws.

Article 36 At shareholders' meeting, the quorum shall consist of the shareholders and the proxies (if any) attending the meeting not less than 25 persons or not less than a half of the total number of the shareholders and whose aggregate shares amounting to not less than one-third of the total amount of shares issued.

In case it appears that at any shareholders' meeting, when the appointed time passes for one hour, the number of shareholders attending the meeting cannot form the quorum as provided, the meeting, if summoned upon the request of the shareholders, shall be cancelled. If the shareholders' Meeting has not been summoned upon the request of the shareholders, another meeting shall be summoned, and the notice of such meeting shall be sent to the shareholders not less than 7 days before the date of the meeting. And at such subsequent meeting, no quorum shall be required.

Article 37 At the shareholders' meeting, a shareholder may appoint another person as his/her proxy to attend and vote on his/her behalf. The proxy document shall be dated and signed by the appointing shareholder and in the form as prescribed by the Registrar.

etc.

Article 38 The chairman of the board of directors shall preside over the shareholders' meeting as the chairman of the meeting. If the chairman of the board of directors is absent from the meeting or unable to perform his/her duty, the vice chairman of the board of directors shall preside over the meeting as the chairman of the meeting. If there is no the vice chairman of the board of directors or he/she is absent or unable to perform his/her duty, the meeting shall select one of the shareholders who attend the meeting to preside over the said meeting as the chairman of the meeting.

Article 39 Resolutions of the shareholders' meeting shall consist of the following votes.

(1) In normal case, resolutions of the shareholders' meeting shall be passed by the majority vote of shareholders who attend the meeting and cast the vote. In case the vote is tie, the chairman of the meeting shall exercise a casting vote.

(2) In the following cases, a resolution shall be passed by at least 75% of the total votes of shareholders who attend the meeting and are entitled to vote:

etc.

(f) To amend the Company' s Memorandum of Association or Articles of Association;

etc.

Article 40 The businesses which shall be conducted at the annual general meeting of shareholders are as follows:

(1) To consider the report of the board of directors presenting the Company's business operation in the previous year;

(2) To consider and approve the balance sheet and profit and loss account;

(3) To consider the profit allocation;

(4) To consider electing directors to replace the directors who are due to retire by rotation;

(5) To appoint auditor(s) and determine the auditing fee;

(6) other businesses.

etc.

#### **Chapter 7 Additional Provisions**

Article 52 In a case where the Articles of Association provide that any notice, notification, warning, or advertisement of any statements shall be published through a newspaper, such publication can be made by electronic means in accordance with legal requirements.

In a case where the Company or the board of directors is obliged to send a letter or any documents pursuant to the Articles of Association to the directors, shareholders or creditors of the Company, the Company or the board of directors may send the notice or documents by electronic means in accordance with legal requirements.

**Privacy Notice**  
**for the Annual General Meeting of Shareholders of**  
**WHA Industrial Development Public Company Limited**

WHA Industrial Development Public Company Limited (the “Company”) realizes the importance of respecting the privacy of personal data in accordance with the Privacy Policy pursuant to Personal Data Protection Act, B.E. 2562 (2019). The Company would like to inform the shareholders/proxies, as the data subjects, of the purpose of and necessity in collecting, using and disclosing your personal data, for the benefit of shareholders meeting(s) as follows:

**Personal data to be collected, used or disclosed**

It is necessary that the Company must collect or obtain various types of your personal data provided by you or by Thailand Securities Depository Company Limited (TSD), as the securities registrar, including but not limited to the following personal data:

- General Personal Data such as name, surname, signature, date/month/year of birth, address, telephone number, email address, nationality, identification card number/passport number, age or data on any similar documents issued by government agencies which can specify personal identity, securities holders number, or evidence of shareholding.
- Sensitive Data such as race, blood type, religion, photo or motion picture from video/audio recording or both video and audio taken at the shareholders meeting.

The identification documents may contain the sensitive data, in this case, you are requested to conceal such sensitive data before submitting to the Company. If such information is not concealed, the Company reserves the right to conceal those sensitive data on the documents received for the purpose of confirming your identification only, and it shall not be considered to constitute the collection of your sensitive data.

**Purpose and necessity in collecting, using and disclosing**

To comply with laws, in particular, Public Limited Companies law relevant to the shareholders’ meeting, the Company is obliged to collect, use or disclose the personal data for identification, document transmission, registration, vote counting verification and processing, minutes taking, broadcasting, photographing and video recording as evidence of the meeting, security, including any other necessary purposes relevant to the legitimate interest of the Company, taking into account the fundamental rights of your personal data and to the extent that it is within your reasonable expectation.

**Disclosure of personal data**

The Company may disclose a part of your personal data, where necessary, to the following persons or authorities:

- governmental authorities, regulators and/or legal enforcement agencies such as court, Ministry of Commerce, the Securities and Exchange Commission, the Stock Exchange of Thailand, the Revenue Department, etc.
- any relevant persons or entities relating to the meeting(s) in accordance with the specified purposes under this privacy notice, such as electronic meeting service provider, etc.

**Retention period of personal data**

The Company will retain your personal data for a period of time that is appropriate and necessary for each type of personal data subject to the claim limitation or prescription period as required by laws for the above purposes.

**Rights of the data subjects**

You are entitled to exercise your rights under the Personal Data Protection Act, B.E. 2562 (2019) such as giving consent, withdrawing consent, accessing, obtaining a copy, amending your personal data, objecting the collection or use or disclosure of the personal data, requesting to delete or to destroy or to suspend the use of personal data, etc., subject to criteria procedures as required by law.

**Contact information**

Please consider details of the Company’s Privacy Policy from: <https://www.wha-industrialestate.com>. If you have any questions, please contact our Data Protection Officer at [dpo.office@wha-group.com](mailto:dpo.office@wha-group.com).

## Profiles of the Independent Directors as the Proxy for Shareholders

### 1. Ms. Duangjai Asawachintachit

Independent Director

Chairman of Nomination and Remuneration Committee

Chairman of Corporate Governance and Sustainable Development Committee

**Age** 64 years old

**Address** WHA Industrial Development Public Company Limited  
No. 777 WHA TOWER, 21<sup>st</sup> Floor, Moo 13,  
Debaratna Road (Bangna-Trad) KM.7 Bang Kaeo, Bang Phli,  
Samutprakarn 10540

### 2. Mrs. Punnee Worawuthichongsathit

Independent Director

Member of Audit Committee

Member of Corporate Governance and Sustainable Development Committee

**Age** 74 years old

**Address** WHA Industrial Development Public Company Limited  
No. 777 WHA TOWER, 21<sup>st</sup> Floor, Moo 13,  
Debaratna Road (Bangna-Trad) KM.7 Bang Kaeo, Bang Phli,  
Samutprakarn 10540

The profile of the independent directors is disclosed on the 2025 Annual Report in QR Code. They have no conflicts of interest differing from other directors on any agenda item.





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