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SorLorTor 004/2026

February 26, 2026

Subject : Dividend Payment and the Schedule of the Annual General Meeting of Shareholders for the year 2026

To : The President  
The Stock Exchange of Thailand

TISCO Financial Group Public Company Limited ("Company") would like to inform that the Board of Directors Meeting No.1/2026, convened on February 26, 2026, has resolved on the following significant matters, which can be summarized as follows:

1. Concurred with the appropriation of profit from 2025 operations and dividend payment for common shareholders and preferred shareholders at the rate of 7.75 baht per share of which the Company already paid interim dividend at the rate of 2.00 baht per share on September 25, 2025, amounting to 1,601,306,968 baht, and will propose the remaining dividend at the rate of 5.75 baht per share to common shareholders and preferred shareholders, amounting to approximately 4,603,769,027 baht, making the total dividend of 6,205,075,995 baht, by setting the record date on April 30, 2026, to determine the list of shareholders entitled to receive dividend, and the dividend payment shall be made on May 19, 2026.
2. Determined the convening of the Annual General Meeting of Shareholders for the year 2026 on Thursday, April 23, 2026 at 14:00 hours at the Conference Room, 12<sup>th</sup> Floor, TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok in the form of Hybrid Meeting, by setting the record date on March 12, 2026 to determine the list of shareholders who have the right to attend the Annual General Meeting of Shareholders and consider the following agenda items:
  - (1) To acknowledge the Board of Directors' business activities conducted in 2025  
Board of Directors' opinion: The Board deemed it appropriate to propose that the shareholders acknowledge the Board of Directors' business activities conducted in 2025.
  - (2) To approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2025, of the Company and its subsidiary companies.

[www.tisco.co.th](http://www.tisco.co.th)

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Board of Directors' opinion: The Board recommends that the shareholders approve TISCO Financial Group Public Company Limited and its subsidiary companies' Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2025.

- (3) To acknowledge the interim dividend payment and approve the appropriation of profit arising from the year 2025 operations and dividend payment

Board of Directors' opinion: The Board recommends that the shareholders acknowledge the interim dividend payment and approve the appropriation of profit arising from the year 2025 operations and dividend payment as follows:

- No legal reserve appropriation because the Company's reserve has reached the amount required by law.
  - Appropriation of profit arising from the year 2025 operations and unappropriated retained earnings as dividend payment for common shareholders and preferred shareholders at 7.75 baht per share of which the Company already paid interim dividend at rate of 2.00 baht per share on September 25, 2025, amounting to 1,601,306,968 baht, and will propose the remaining dividend at the rate of 5.75 baht per share of approximately 4,603,769,027 baht, making the total dividend of 6,205,075,995 baht, by setting the record date on April 30, 2026 to determine the list of shareholders entitled to receive dividend, and the dividend payment shall be made on May 19, 2026. In addition, dividends paid from net profit are subject to a 20 percent corporate income tax, for which an individual shareholder may claim a tax credit equal to 2/8 of the dividend amount received.
  - Appropriation of unappropriated retained earnings amounting to 650,000,000 baht, as regulatory capital fund on a consolidated basis, according to the consolidated supervision regulation.
- (4) To approve the appointment of the auditors and their remuneration for the year 2026

Board of Directors' opinion: The Board of Directors concurs with the proposal of the Audit Committee and recommends that the shareholders approve the appointment of Ms. Saranya Pludsri, CPA License No. 6768, or Ms. Bongkot Kriangphanamorn, CPA License No. 6777, or Ms. Ployjuta Suncanthamal, CPA License No. 10678 of EY Office Limited as the Company's auditors for the year 2026, with remuneration of not exceeding 820,000 baht for audit fees and 400,000 baht for special-audit fees. All nominated auditors must be approved by the Bank of Thailand. Any one of these auditors is authorized to certify the auditor's report.

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- (5) To approve the amendments to Clause 4 of the Company's Memorandum of Association regarding registered capital in alignment with the Company's paid-up capital

Board of Directors' opinion: The Board recommends that the shareholders approve the amendment to Clause 4 of the Company's Memorandum of Association regarding registered capital in alignment with the Company's paid-up capital, so that it reflects the current Company's Registered Capital, to read as follows:

"Clause 4

Registered Capital	8,007,032,950.00	Baht	(Eight billion seven million and thirty-two thousand nine hundred fifty Baht)
Dividend into	800,703,295	shares	(Eight hundred million, seven hundred and three thousand, two hundred and ninety-five shares)
Par value/share	10.00	Baht	(Ten Baht)
			Divided into:
Ordinary share	800,693,436	shares	(Eight hundred million, six hundred and ninety-three thousand, four hundred and thirty-six shares)
Preferred share	9,859	shares	(Nine thousand eight hundred and fifty-nine shares)"

To ensure the accurate completion of the registration of the amendment to the Memorandum of Association, the Board of Directors recommends that the shareholders empower the directors authorized, or any person designated by the authorized directors, to have the authority to file the application for registration of the amendment with the Department of Business Development, Ministry of Commerce. Additionally, the authorized person will carry out any necessary actions and/or comply with the registrar's instructions to ensure the completion of the registration.

- (6) To approve the number of directors

Board of Directors' opinion: The Board concurs with the proposal of the Nomination and Compensation Committee and recommends that the shareholders approve the number of directors at 13.

- (7) To approve the election of directors

Board of Directors' opinion: The Board concurs with the proposal of the Nomination and Compensation Committee and recommends that the shareholders approve the election of the nominated candidates.

The names of proposed director candidates are under consideration by the Bank of Thailand and will be informed later after obtaining the Bank of Thailand's approval.

*J.P.*



- (8) To approve the remuneration of directors

Board of Directors' opinion: The Board concurs with the proposal of the Nomination and Compensation Committee and recommends the shareholders approve the rates of remuneration for directors and sub-committee members for the year 2026, in the form of monthly fee and meeting, to remain at the same rate as approved by the 2025 Annual General Meeting of Shareholders' approval due to the aforementioned rate is appropriate and comparable to peer-listed companies in the Stock Exchange of Thailand and commercial banks. In addition, the proposed remuneration is in line with the Company's remuneration policy, criteria, and structure, complies with good corporate governance principles, and is appropriate to the scope of duties and responsibilities of the Directors. Also, the non-monetary benefits offered to directors include an executive vehicle for the Chairman of the Board and group life and accident insurance or health insurance or travel insurance or medical benefits, as appropriate, including the Directors & Officers Liability Insurance, to be valid until amended.

- (9) Other businesses (if any)

The Company provided minority shareholders with the right to propose additional meeting agenda items and qualified candidate for director position of the 2026 Annual General Meeting of Shareholders in advance in the period from September 1 to November 30, 2025, with detailed publicized and distributed via the Company's website and the SET's news. After the mentioned period, there was no candidate nominated by shareholder for director position and there was no matter proposed by shareholders to be included as agenda for the Annual General Meeting of Shareholders for the year 2026.

Besides, the Company will disclose the details of the Annual General Meeting of Shareholders for the year 2026 and its agenda prior to the Meeting at the Company's website: [www.tisco.co.th](http://www.tisco.co.th). For inquiries, please contact Corporate Secretariat Office at Tel. +66 2633 6855 or email address: [tisco\\_cs@tisco.co.th](mailto:tisco_cs@tisco.co.th). or Contact Center at Tel. +66 2633 6000.

Your acknowledgement of these matters would be appreciated.

Sincerely yours,

- Sakchai Peechapat -

(Mr. Sakchai Peechapat)

Director and Group Chief Executive

Corporate Secretariat Office

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