



Notification of the Extraordinary General Meeting of Shareholders

1/2025

Friday, July 11, 2025 at 13.30 hrs.

Meeting Type: Electronic Meeting (e-EGM)
with live broadcast from 12A floor, Ari Hills Building,
the Headquarters of Tidlor Holdings PLC.

Tidlor Holdings Public Company Limited kindly requests for shareholders' and/or proxies' cooperation to study the details about procedures for registration of e-EGM, and prepare identity documents, as well as study the procedures for voting and attending the e-EGM or appointing an independent director of the Company to act as your proxy to vote on your behalf.

**For inquiries about e-EGM system/technical support,
please contact: 02-460-9220**

(available from 1- 11 July 2025 during 08:30 – 17:30 hours (Business days only)).

Proceed with the E-Request at:
<https://app.inventech.co.th/TIDLOR165309R/#/homepage>

Click Here!



Scan QR Code

www.tidlorinvestor.com

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No. TLH_006/2025

-Translation-

19 June 2025

Subject: Notice of the Extraordinary General Meeting of Shareholders No. 1/2025 to be held as an e-meeting (e-EGM)

To: Shareholders

Tidlor Holdings Public Company Limited

The Board of Directors' Meeting No. 3/2025 of Tidlor Holdings Public Company Limited (the "Company"), held on 22 May 2025, has resolved to call the **Extraordinary General Meeting of Shareholders No. 1/2025 as an e-meeting (e-EGM) on 11 July 2025, at 13.30 hours** in accordance with the laws and regulations relating to electronic meetings where the meeting shall be broadcast from 12 A Floor, Ari Hills, the Company's headquarters, and to determine the names of shareholders entitled to attend the meeting (Record Date) on Friday 6 June 2025, with the business on the agenda as follows:

Agenda 1: To consider and approve the issuance debentures

Fact and reason: According to the Board of Directors Meeting No. 3/2025 has approved the proposed available amount of issuance debentures for Tidlor Holdings Public Company Limited ("TIDLOR") and Ngern Tid Lor Public Company Limited ("NTL") (collectively referred to as the "Group") with a maximum combined outstanding principal amount not exceeding Baht 80,000 million on a revolving basis, in order to support the Group's future business growth, the Board of Directors proposes that the shareholders approve this debenture issuance framework, with the key details summarized as follows:

Issuer	Tidlor Holdings Public Company Limited
Use of Proceeds	For use in business operations and/or business expansion and/or as working capital and/or for debt repayment or for other purposes as deemed appropriate by the Board of Directors, as well as, inter-company loans in the Group for such aforementioned purpose.
Category	Any type and category (including without limitation, secured and unsecured debentures, subordinated and unsubordinated debentures, debentures with or without coupon) depending on the market conditions at the time of each issuance and offering of debentures.
Currency	Thai Baht and/or foreign currencies, based on prevailing exchange rates at the time of issuance.
Total Offering Amount	For Tidlor Holdings PCL., the debenture issuance limit of up to the principal

	<p>amount of Baht 10 billion; and For NTL, the debenture issuance limit of up to the principal amount of Baht 80 billion; and the total amount of not exceeding the principal amount of Baht 80 billion for the debenture issuance of the Group at any time, with redeemed amounts being available for reissuance on a revolving basis.</p>
Interest Rate	<p>A rate to be determined depending on the market conditions at the time of issuance and offering of debentures, in compliance with notifications and regulations of the Securities and Exchange Commission (SEC), the Capital Market Supervisory Board, and other applicable laws in force at the time.</p>
Financial Covenant	<p>The Company shall maintain a debt-to-equity ratio of not more than 6:1 at the end of each quarterly accounting period, based on the reviewed or audited consolidated financial statements</p>
Tenor	<p>Subject to market conditions, with or without early redemption rights, and may include perpetual bonds.</p>
Offering	<p>(1) In one or several tranches, as a program or on a revolving basis. (2) Offered to the public and/or high-net-worth investors and/or specific investors and/or institutional investors, either domestically or internationally, in accordance with relevant SEC and Capital Market Supervisory Board regulations and other applicable laws.</p>
Early Redemption	<p>May or may not include early redemption rights for bondholders and/or the issuer, and may include or exclude special event redemption clauses, subject to terms and conditions of each issuance.</p>
Authorization and Other Matters	<p>The shareholders are requested to authorize the authorized directors, senior management, or their designated persons to:</p> <ol style="list-style-type: none">1) Determine all terms and conditions relating to the debentures, including type, name, interest rate, tenor, redemption, appointment of bondholders' representative, and offering details (e.g., tranches, price, method, offering period, and allocation).2) Appoint financial advisors and/or underwriters and/or credit rating agencies and/or other relevant parties as deemed necessary or required by regulations.3) Negotiate, sign, amend, and submit all relevant agreements and documents to the SEC and/or any other regulatory authorities, and to undertake all necessary and appropriate actions in connection with the issuance and offering of the debentures.

Board of Directors' Opinion: The Board of Directors deemed it appropriate to propose that the shareholders meeting approve the issuance debentures for the Group with a maximum combined outstanding principal amount not exceeding Baht 80,000 million.

Resolution: The resolution for this agenda item requires a vote of at least three-fourths of the total votes of the shareholders attending the meeting.

Agenda 2: To consider other business (if any)

All shareholders are cordially invited to attend the Extraordinary General Meeting of Shareholders No. 1/2025 to be held as an e-meeting (e-EGM) only on 11 July 2025, at 13.30 hours since the Company shall not arrange any meeting room. The meeting attendance request form and other required documents can be submitted via e-Request in advance from 8:30 hours of 1 July 2025 until the meeting is adjourned. After the request form has been verified and approved by the Company, the registered shareholder or proxy will receive an email with a username and password and a link to register to attend the meeting on the day of the meeting. Registration for meeting attendance will be open from 11.30 hours on 11 July 2025, until the meeting is adjourned.

<p>Shareholders or proxies can use the e-Request at: https://app.inventech.co.th/TIDLOR165309R/#/homepage For inquiries or technical support of the e-Meeting system, please get in touch with 02-460-9220 (available from 1 July 2025 - 11 July 2025, from 8.30 - 17.30 hours on business days only).</p>	<p>Or scan QR Code</p> 
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Please be informed accordingly,

Sincerely yours,



Mr. Chandrashekar Subramanian Krishoolndmangalam
Chairman of the Board

Contact us:

Corporate Secretariat Department

e-mail: InvestorRelations@tidlor.com / Telephone: 02-792-1916, 02-792-1915

Information on Independent Directors for Shareholders Who Wish to Appoint
an Independent Director as Their Proxy

The Company offers shareholders the option to appoint an independent director of the Company, who has no relationship and/or conflict of interest in the proposed agenda items of the Electronic Extraordinary General Meeting of Shareholders No. 1/2025, as their proxy to attend the meeting and vote on their behalf.

Mrs. Kesara Manchusree

Position	Independent Director, Chairman of Audit Committee, and Member of Nomination and Remuneration Committee
Age	64 years
Nationality	Thai
Education	<ul style="list-style-type: none"> • Master of Science in Finance, Golden Gate University, San Francisco, USA • Bachelor of Art in Economics, Thammasat University
Training	<ul style="list-style-type: none"> • ASEP “Advanced Senior Executive Program” Evanston, Illinois, USA • Sasin and Kellogg School of Management, Senior Executive Program, Chulalongkorn University • Certificate, Capital Market Academy Leadership Program, The Stock Exchange of Thailand, Class No. 4 • <u>Certificate from Thai Institute of Directors (IOD)</u> <ul style="list-style-type: none"> ○ Advanced Audit Committee Program (AACP) Class No. 45/2022 ○ The Role of Chairman Program (RCP) Class No. 46/2020 ○ Director Certification Program (DCP) Class No. 82/2006
Other Position in Listed Company	<ul style="list-style-type: none"> • 2018 - Present Independent Director and Chairman of Audit Committee, Interlink Telecom PLC.
Other Position	<ul style="list-style-type: none"> • 2020 - Present Independent Director, Chairman of Audit Committee, and Member of Nomination and Remuneration Committee, Ngern Tid Lor PLC. • 2024 - Present Independent Director, Chairman of Audit Committee, and Member of Nomination Committee, Nice Group Holding Corp Co., Ltd. • Present Director, Nutra Regenerative Protein Co., Ltd. • 2021-Present Director, Private Sector Collective Action Against Corruption (CAC), Thai Institute of Directors (IOD) • 2021-Present Member of the Faculty of Economics, Thammasat University • 2021-Present President of Thammasat Economics Association • 2021 – Present Honorary Member, Khon Kaen University Council Committee.

	<ul style="list-style-type: none"> • 2021 - Present Independent Director and Chairman of Audit Committee, aCommerce Group PLC. • 2019 - Present Director and Chairman of the Audit Subcommittee, DAOL (Thailand) PLC. • 2019 - Present Director and Chairman of the Audit Subcommittee, DAOL Securities (Thailand) PLC. • 2018 - Present Chairman and Chairman of the Good Corporate Governance Committee, TSFC Securities PLC. • 2018 - Present Director, Social Enterprise Thailand Association • 2018 - Present Chairman and Member of Audit Committee, DAOL Asset Management Co., Ltd. • 2016 - present Qualified Director, Thammasat University student Council
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Mr. Supawat Likittanawong

Position	Independent Director, Member of Audit Committee, and Member of Investment Committee
Age	51 years
Nationality	Thai
Education	<ul style="list-style-type: none"> • Ph.D. B of Business Administration, Thammasat University • Master of Business Administration, Darden Graduate School of Business Administration, University of Virginia • Bachelor of Science in Accounting with Honors, Thammasat University
Training	<p>Certificate from Thai Institute of Directors (IOD)</p> <ul style="list-style-type: none"> • Directors Certification Program (DCP) Class No. 302/2021 • Directors Accreditation Program (DAP) Class No. 173/2020
Other Position in Listed Company	None
Other Position	<ul style="list-style-type: none"> • 2020 - Present Independent Director, Member of Audit Committee, and Member of Investment Committee, Ngern Tid Lor PLC. • Present Director and Authorized Director, The Refractive Surgery Center Co., Ltd. • 2022 - Present Director, DVK Healthcare Co., Ltd. • 2020 - Present Director, Devakam Apothecary Hall Co., Ltd. • 2020 - Present Director, BCL Property Co., Ltd. • 2008 - Present Director and Authorized Director, Lakeshore Capital Thailand Co., Ltd.

Mr. Patara Yongvanich

Position	Independent Director, Member of Audit Committee, and Chairman of Investment Committee
Age	50 years
Nationality	Thai
Education	<ul style="list-style-type: none"> • Master of Business Administration, Cornell University • Master of Science (Industrial Engineering), Stanford University • Business of Science (Mechanical Engineering), Cornell University
Training	Certificate from Thai Institute of Directors (IOD) <ul style="list-style-type: none"> • Directors Certification Program (DCP) Class No. 313/2021 • Directors Accreditation Program (DAP) Class No. 134/2017
Other Position in Listed Company	<ul style="list-style-type: none"> • 2017 – Present Independent Director, Chairman of Audit Committee and Investment Committee, Humanica PLC.
Other Position	<ul style="list-style-type: none"> • 2020 - Present Independent Director, Member of Audit Committee, and Chairman of Investment Committee, Ngern Tid Lor PLC. • 2022 - Present Director, PAX8 International (Thailand) Co., Ltd. • 2019 - Present Director, Relationship Republic Co., Ltd. • 2013 - Present Managing Director, Asia, Rhipe Technology (Thailand) Co., Ltd.

-Translation-

Company's Articles of Association relating to the General Meeting of Shareholders

Chapter 5

Board of Directors

Article 18 The board of directors of the Company shall comprise not less than five (5) directors, and not less than half (1/2) of whom shall reside in Thailand. Directors shall have the qualifications and not possess the characteristics prohibited as prescribed by law. Directors of the Company may or may not be the shareholder of the Company.

In overseeing the business operations of the Company, the board of directors shall perform the duties in accordance with the laws, the objectives, the Articles of Association as well as the resolutions of the meeting of shareholders.

Article 19 Directors shall be elected at the meeting of shareholders by a majority vote in accordance with the following rules and procedures:

(1) Each shareholder shall have one (1) vote per one (1) share held.

(2) The shareholder shall elect director individually.

(3) Each shareholder may exercise all of his/her votes under (1) to elect one or several persons as director or directors but the shareholder shall not allot his/ her votes to any person in any number.

(4) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order, until all of the director positions are filled. Where there is an equality of votes cast for candidates in descending order causing the number of directors to be exceeded, the chairman of the meeting shall have a casting vote in that order.

Article 20 At every annual general meeting, one-third (1/3) of the directors shall retire. If the number of directors is not a multiple of three, then the number nearest to one-third shall retire.

The directors vacating from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who then has held office the longest shall vacate.

A director who retires may be re-elected by the meeting of shareholders

Chapter 6

Meeting of Shareholders

Article 31 The board of directors shall call for a meeting of shareholders which is an annual general meeting of shareholders within four (4) months from the end of the Company's fiscal year.

Any meeting of shareholders other than the one referred above shall be called an extraordinary meeting of shareholders which may be called by the board of directors at any time as deemed appropriate. One or several shareholders holding shares amounting to not less than ten (10) per

cent of total number of issued shares of the Company may, by subscribing their names, make a written request to the board of directors to call an extraordinary meeting at any time, by clearly stating the reasons for calling such meeting in such request. In this regard, the board of directors shall arrange to convene a meeting of shareholders within forty-five (45) days from the date of receipt of the request of the shareholders.

In the case where the board of directors fails to convene the meeting within the aforesaid period, the shareholders subscribing their names in the request or other shareholders holding shares not less than the required amount may call the meeting by themselves within forty-five (45) days from the expiration of the aforesaid period. Such meeting shall be deemed as called by the directors and the Company shall be responsible for the necessary expenses incurred by such meeting and provide any arrangement to facilitate such meeting as appropriate.

In the case where any meeting of shareholders called by the shareholders fails to form a quorum as prescribed by Article 34, the shareholders under the third paragraph shall be jointly responsible for any and all expenses incurred to the Company from convening such meeting.

A meeting of shareholders may be electronically conducted in accordance with the provisions of the law governing e-meetings and, in which case, the head office of the Company is considered the venue for the meeting.

Article 32 In calling a meeting of shareholders, the board of directors shall prepare a written notice specifying the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in appropriate detail by indicating whether it is a matter proposed for acknowledgement, approval, or consideration, as the case may be, including the opinion of the board of directors on the said matters. The said notice shall be distributed to the shareholders and the registrar not less than seven (7) days prior to the date of the meeting. In addition, the notice shall be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

The venue of the meeting may be at the head office of the Company, or other place in the locality in which the head office of the Company is situated or in a neighbouring province.

Article 33 Shareholders may authorise proxies to attend the meeting and vote on their behalf. The instrument appointing a proxy shall be dated and signed by the shareholder and shall be made in the form determined by the registrar.

The instrument appointing a proxy has to be submitted to the chairman of the board or the person designated by the chairman of the board at the place of the meeting before the proxy attends the meeting.

Proxy may be granted by electronic means in a safe and trustworthy manner which demonstrates that the shareholder has authentically granted such authorisation, subject to rules imposed by the registrar.

Article 34 A quorum of a meeting of shareholders shall comprise not less than twenty-five (25) shareholders present in person or by proxy (if any), or not less than one-half (1/2) of the total number of shareholders, provided that, in either case, the shares held by such shareholders shall not be less than one-third (1/3) of the total issued shares of the Company.

In the event that a quorum of any meeting of shareholders is not formed as required after one (1) hour has passed from the time fixed for the meeting, such meeting shall be cancelled if the meeting is called by a request of shareholders; however, if the meeting is not called by a request of shareholders, a subsequent meeting shall be convened and a notice of the subsequent meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. At the subsequent meeting, no quorum shall be required.

Article 35 The chairman of the board shall be the chairman of the meeting of shareholders. In the case where the chairman of the board is not present at a meeting or cannot perform duties, if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. If there is no such vice-chairman or such vice-chairman cannot perform duties, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 36 Each shareholder shall have one (1) vote for one (1) share held by him. The vote shall be done publicly, unless a poll is demanded by at least five shareholders and the meeting resolves to pass the resolution in a poll. The method of the poll will be specified by the chairman of the meeting of the shareholders.

Any shareholder having special interest in any matter shall have no right to vote in such matter, except for a matter of an election of directors.

Article 37 A resolution of the meeting of shareholders shall be made by the following votes:

(1) In an ordinary event, the majority votes of the shareholders who attend the meeting and cast their votes are required. In case of a tie vote, the chairman of the meeting shall have a casting vote.

(2) In the payment of remuneration to director, votes of not less than two-thirds (2/3) of the total number of votes of shareholders who attend the meeting are required.

(3) In the following matters, votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote shall be required:

- (a) the sale or transfer of the whole or substantial part of the Company's business to other person(s);
- (b) the purchase or acceptance of business transfer of other companies or the private companies to be a part of the Company's business;
- (c) the execution, amendment or termination of any agreement with respect to leasing out of the whole or substantial parts of the Company's business, the assignment to other person(s) to manage the business of the Company, or the amalgamation of the business with other person(s) for the purpose of profit and loss sharing;

- (d) the amendment to the Memorandum of Association or the Articles of Association of the Company;
- (e) the increase or reduction of the registered capital of the Company;
- (f) the issuance of debentures of the Company;
- (g) the amalgamation with another company;
- (h) the dissolution of the Company.

Article 38 Businesses to be transacted at an annual general meeting of shareholders shall be as follows:

- (1) Acknowledgement of the board of director's report in relation to works undertaken during the past period of time;
- (2) Consideration and approval of the balance sheet and the profit and loss statement of the past fiscal year;
- (3) Consideration of appropriation of profits and/or reserve fund;
- (4) Election of new directors to replace directors who retire by rotation;
- (5) Fixing of the remuneration of directors;
- (6) Appointment of the auditor and fixing of the auditing fee;
- (7) Other matters.

**Documents Required to Attend the e-EGM, Appointment of Proxy,
Submission of Meeting Attendance Request Form (E-Request)**

Shareholders or proxies wishing to attend the meeting (e-EGM) must submit the meeting attendance request form (E-Request) by following all the procedures specified in Attachment No. 4 and No. 6. In case the submitted documents are incomplete, incorrect or in compliance with the requirements stated herein, the Company reserves the right to reject the registration. Shareholders or proxies must prepare and submit all the required documents together with the Meeting Attendance Request Form (E-Request) as specified in this Attachment No. 4.

In addition, to facilitate shareholders who are unable to attend the meeting in person, the Company has arranged for proxy appointment and advance voting through the **e-Proxy Voting** system provided by Thailand Securities Depository Co., Ltd. (TSD).

1. Documents required to attend the Meeting via Electronic Media (e-EGM)

Natural Person

1. Self-attending via electronic media (E-AGM)

Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders). In case of a change of name, supporting documents are required.

2. Proxy

2.1 Through e-Request System of Inventech

- Completed Proxy Form (select either the Proxy Form B), signed by the shareholder and the proxy.
- Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the shareholder. In case of a change of name, supporting documents are required.
- Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the proxy. In case of a change of name, supporting documents are required.

2.2 Through the e-Proxy Voting System of Thailand Securities Depository Co., Ltd. (TSD)

For shareholders who are unable to attend the shareholders' meeting and vote in person, the Company has adopted the e-Proxy Voting system provided by TSD. This system enables shareholders to authorize a proxy and cast their votes electronically, without the need to submit physical proxy forms and identification documents to the Company. Not only to reducing paper usage, but also contributes to lowering greenhouse gas emissions.

Shareholders may access TSD's system according to shareholders' type as follows:

1. Domestic individual shareholders who are members of the Investor Portal can access the system via: <https://ivp.tsd.co.th>
2. Foreign juristic persons with custodians, domestic juristic persons such as mutual funds or private funds managed by asset management companies, or companies licensed to manage funds (that have registered for the e-Proxy Voting service with TSD) can access the system through: ***e-Proxy Voting for Intermediaries***

The e-Proxy Voting service by TSD will be available from 20 June 2025 at 09:00 hrs. to 9 July 2025 at 17:00 hrs.

Juristic Person

1. Attendance by authorized person of a juristic person shareholder via electronic media (e-EGM)

- 1.1 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders). In case of a change of name, supporting documents are required.
- 1.2 Certified true copy of the shareholder's affidavit (not older than one year) by the shareholder representative (authorized director) who attends the e-EGM with a statement affirming the authority to act on behalf of the juristic person shareholder.

2. Proxy

- 2.1 Completed Proxy Form (select either the Proxy Form B), signed by the authorized person of the juristic person shareholder and the proxy.
- 2.2 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the authorized person of the juristic person shareholder. In case of a change of name, supporting documents are required.
- 2.3 Certified true copy of the shareholder's affidavit (not older than one year) by an authorized person with a power of attorney (if any). The documents required must show a statement affirming that the person signing the Proxy Form has the authority to act on behalf of the juristic person shareholder.
- 2.4 Certified true copy of identification card or governmental identification card or driving license or passport (for foreign shareholders) of the proxy. In case of a change of name, supporting documents are required.

3. Custodian in Thailand authorized to act on behalf of foreign investors as a depositary and administrator of shares

- 3.1 Required documents are the same as specified for a juristic person under 1 or 2. 3.2 In case foreign investors authorize the Custodian to sign the Proxy Form on their behalf, additional documents are required as follows:
 - (1) Power of Attorney from foreign investors granting the Custodian authority to sign the Proxy Form on their behalf.

- (2) Custodian Letter certifying that the person signing the Proxy Form on behalf of foreign investors is licensed to operate Custodian business. In case the original documents are not in English, the English translation shall be prepared and certified true and correct by the shareholder or authorized person of such juristic person shareholder. The shareholders may download them from www.tidlor.com

2. Authorization of Proxy

A shareholder who could not attend the E-AGM by himself/herself may appoint a proxy according to the following procedures:

1. Complete **only one** of the Proxy Forms attached herewith. A shareholder who does not appoint the Custodian shall use either Proxy Form B.

2. Appoint a person or an independent director of the Company as a proxy by filling in the name and information required or marking the box in front of the name of an independent director as specified by the Company on the Proxy Form for only one person to act as a proxy to attend the meeting.

3. Allocation of shares to several proxies to vote in the *meeting is not allowed*. A shareholder shall authorize the proxy to cast the votes equal to the total number of shares held by the shareholder. Authorizing less than the total number of shares is not allowed except for the Custodian appointed by foreign investors in accordance with Proxy Form C.

4. Please affix Baht 20 stamp duty and specify the date of Proxy Form across such stamp duty. For the convenience of shareholders, the Company has prepared the stamp duty for the proxy.

5. Appointment of a proxy to attend the meeting

5.1 Appointment of a proxy to attend the e-EGM on behalf of the shareholder The shareholder or proxy shall proceed with item 1-2 and submit the Meeting Attendance Request Form (e-Request) in advance to receive the username and password for the meeting registration according to the Procedures for Submitting Meeting Attendance Request Form (E-Request) and Using Electronic Meeting Systems (e-EGM) shown in Attachment No. 6 and **send the original proxy form and supporting documents to the Company.**

5.2 Appointment of an independent director as a proxy to attend the e-EGM on behalf of the shareholder. The shareholder shall proceed with item 1 - 2 and **submit the original proxy form and supporting documents to the Company. No additional submission of the meeting attendance request form (e-Request) is required.**

6. **Return the original completed Proxy Form and certified true copies of supporting documents to reach the Company Secretary, Tidlor Holdings PLC., 15th Floor, Ari Hill Building, Phahonyothin Road, Samsen Nai Subdistrict, Phaya Thai District, Bangkok 10400, by 11 July 2025**, so that the Company can review the documents prior to the meeting.

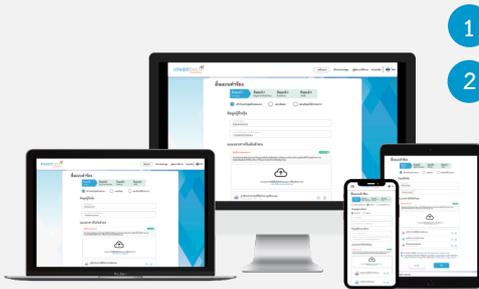
7. In case a shareholder desires to revoke the proxy, the shareholder must notify the Company of the revocation in a written form prior to commencement of the meeting.

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://app.inventech.co.th/TIDLOR165309R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - 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

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

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 1 July 2025 at 8:30 a.m. and shall be closed on 11 July 2025 Until the end of the meeting.

3. The electronic conference system will be available on 11 July 2025 at 11:30 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 submit a request to attend the meeting by Electronic Means of the specified procedures or 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 July 9 , 2025 at 4.00 p.m.

Tidlor Holdings Public Company Limited

Company Secretary Office

428 Ari Hill Building, 15th floor, Phahonyothin Road, Samsen Nai Phaya Thai Bangkok 10400

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

 02-460-9220

 @inventechconnect

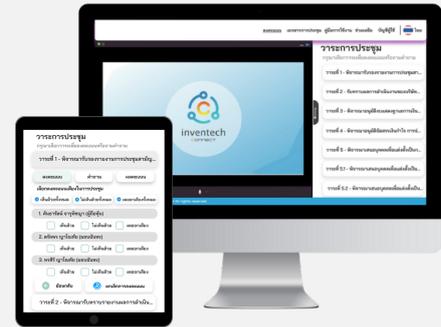
 The system available during 1 – 11 July 2025 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

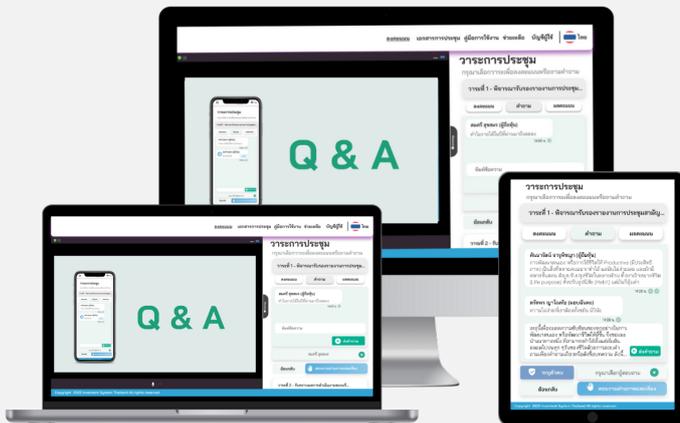
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 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 your can open the microphone and camera

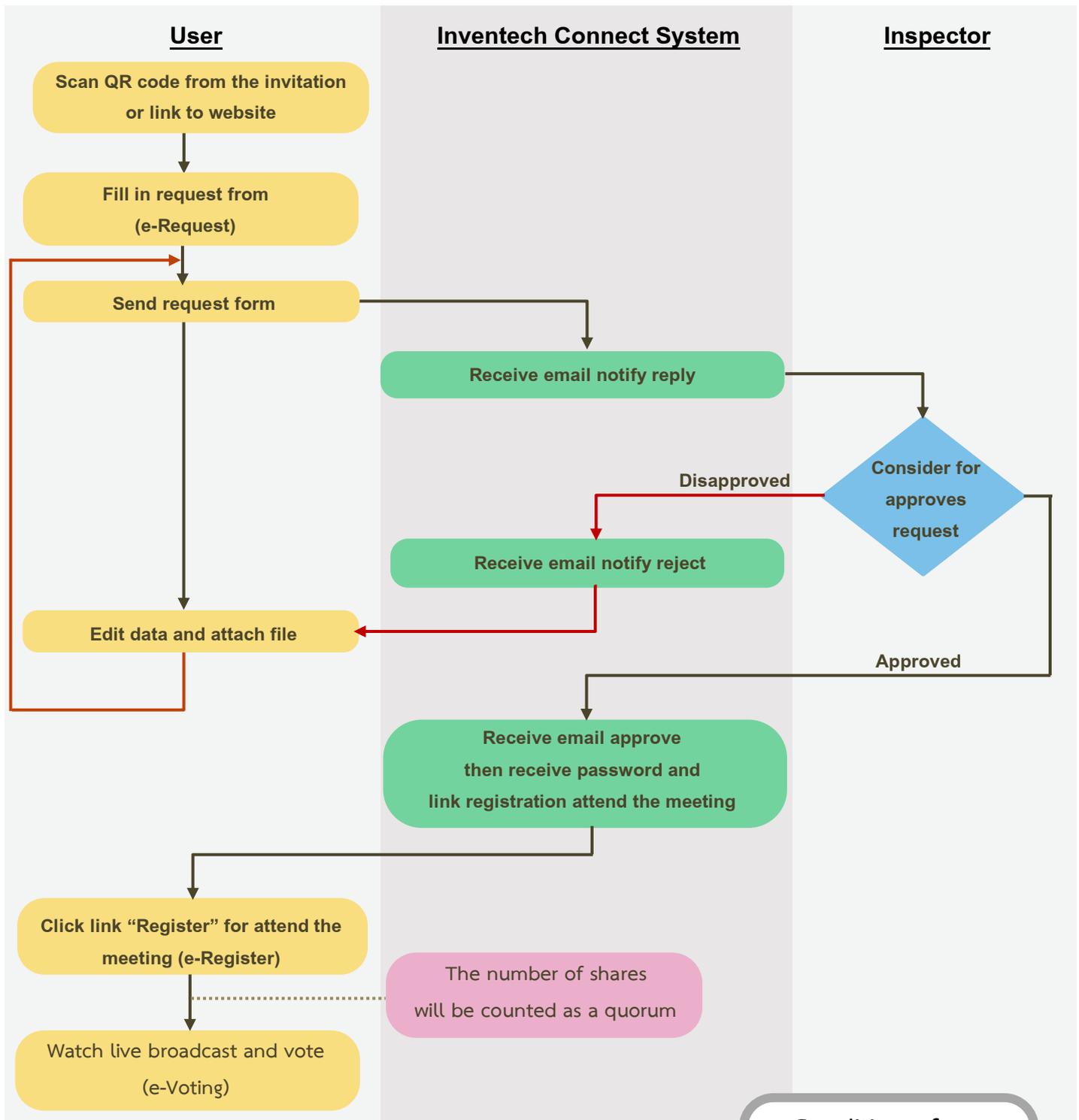
How to use InvenTech Connect



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 supported internet explorer.**



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.

Requisition Form for Supporting Documents and Question Relating to the Agenda Item(s) Form
for the e-EGM No. 1/2025

Shareholder(s) may request the supporting documents or submit a question(s) relating to the agenda item(s) for the e-EGM No. 1/2025 by Email to InvestorRelations@tidlor.com or fill out the following details and return this form to TIDLOR via mail attention to *Company Secretary, 15th Floor, Ari Hills Building, Phahonyothin Road, Samsen Nai Subdistrict, Phaya Thai District, Bangkok 10400.*

(....) Notice of the Extraordinary General Meeting of Shareholders No. 1/2025

(....) Proxy Form B.

Place of receiving of the printed documents:

Name- Surname.....

Address No..... Village No Alley Village Name.....

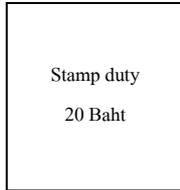
Road Sub-District District

Province Postal Code Tel.

Remark : *For question(s) relating to the agenda item(s) for the e-EGM No. 1/2025, please submit the question to the Company by July 9, 2025, at 17.00 hours.*

PROXY FORM B
(SPECIFIC DETAILS FORM)

According to Regulation of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550



Made at _____

Date _____ Month _____ Year _____

(1) I/We, _____ nationality: _____, residing at No. _____,
Road _____, Sub-district _____, District _____,
Province _____, Postal code _____

(2) Being a shareholder of Tidlor Holdings PCL holding _____ shares in total which are entitled to
cast _____ votes as follows:

Ordinary shares: _____ shares in total which are entitled to cast _____ votes; and

Preferred shares: _____ - _____ shares in total which are entitled to cast _____ - _____ votes,

(3) I/we wish to appoint

1. _____ age _____ years

Residing at no. _____, Soi _____, Road _____, Sub-district _____,
District _____, Province _____, Postal Code _____.

2. Ms. Kesara Manchusree, age 63 years, Position Independent Director/ Chairperson of Audit Committee

Residing at no. 622/159, Rama 2 Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok 10150

3. Mr. Supawat Likittanawong, age 51 years, Position Independent Director/ Member of Audit Committee

Residing at no. 119/1, Moo no. 1, Khlong Mai Sub-district, Sam Phran District, Nakhon Pathom 73220

4. Mr. Patara Yongvanich age 50 years, Position Independent Director/ Member of Audit Committee

Residing at no. 366/66 Soi Rama 3 Soi 77, Chong Nonsi Sub-district, Yan Nawa District, Bangkok 10120

As my/our proxy to attend and vote for me/us at the Electronic Extraordinary General Meeting of Shareholders No. 1/2025 (e-EGM) to be held on 11 July 2025 at 13.30 hrs. According to laws and regulations relating to electronic meetings with live broadcast from 12A floor, Ari Hill Building, Head Quarter of Tidlor Holdings PCL, or such other date, time and place as may be adjourned.

(4) I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

Agenda no. 1 To consider and approve the issuance debentures

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. 2 To consider other business (if any)

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the Proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed _____ Grantor
()

Signed _____ Proxy
()

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorisation in the Attachment to Proxy Form B.

Attachment to Proxy Form

A proxy is granted by a shareholder of Tidlor Holdings PCL. the Electronic Extraordinary General Meeting of Shareholders No. 1/2025 (e-EGM) to be held on 11 July 2025 at 13.30 hrs. According to laws and regulations relating to electronic meeting with live broadcast from 12A floor, Ari Hill Building, Head Quarter of Tidlor Holdings PCL, or such other date, time and place as may be adjourned.

Agenda no. _____ re: _____

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. _____ re: _____

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. _____ re: _____

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. _____ re: _____

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no. _____ re: _____

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

I/We certify that the information contained in this Attachment to Proxy Form is complete and true.

Signed _____ Grantor

()

Date:

Signed _____ Proxy

()

Date: