



North East Rubber Public Company Limited
Invitation to the 2026 Annual General Meeting of Shareholders,
hybrid format meeting
(meeting in person together with meetings via electronic media)

Friday, April 10, 2026, at 10:30 a.m.

Meeting location: Meeting room, 1st floor, Head Office, North East Rubber Public Company Limited.
Number 398 Village No. 4, Khok Ma Subdistrict, Prakhon Chai District Buriram Province 31140

สำนักงานใหญ่ : 398 หมู่ 4 ต.โคกม้า อ.ประโคนชัย จ.บุรีรัมย์ 31140

สำนักงานขาย : 589/156 ชั้น 29 อาคารเซ็นทรัลซิตีทาวเวอร์ ถนนเทพรัตน แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260

Factory : 398 Moo.4 Kokma sub District Prakhonchai District Buriram 31140 Thailand

Bangkok Office : 589/156 29th Floor, Central City Tower, Debaratna Road, Bangna Nuea, Bangkok 10260 Thailand



March 10, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders,

Dear: Shareholders of North East Rubber Public Company Limited.

Enclosure:

- 1) The minutes of the 2025 Annual General Meeting of Shareholders (for consideration in Agenda 1)
- 2) Annual information form/Annual report 2025 (Form 56-1 One Report) and regular financial statements. Year 2025 (information contained in QR Code) (for consideration in Agenda 2-3)
- 3) Information on those nominated for appointment as directors in place of directors whose terms expire. (For consideration in Agenda 5)
- 4) Data protection notice Personal (Privacy Notice)
- 5) Company regulations regarding shareholder meetings
- 6) Proxy Form A., Form B. and Form C.
- 7) List of names and details of the history of independent directors. Accompanying the shareholder's proxy
- 8) Documents and evidence that meeting participants must present before attending the physical meeting format.
- 9) Requirements and procedures for attending the 2026 Annual General Meeting of Shareholders and voting through the media. Electronic (E-Meeting) by the IR PLUS AGM application
- 10) Map showing the location of the general meeting of shareholders.

North East Rubber Public Company Limited ("Company") cordially invites you to attend the 2026 Annual General Meeting of Shareholders on Friday, April 10, 2026, at 10:30 a.m. This will be a hybrid meeting, where shareholders can attend in person (Physical Meeting) at the meeting room on the 1st floor of the Company's head office, located at 398 Moo 4, Khok Ma Subdistrict, Prakhon Chai District, Buriram Province 31140, and/or attend electronically (E-Meeting) in accordance with the Royal Decree on Electronic Meetings B.E. 2563 and the Company's Articles of Association, as well as other laws and regulations related to both on-site and electronic meetings.

The Company has set the meeting agenda to consider various matters in accordance with the agenda, along with the opinions of the Board of Directors, as follows:

Agenda 1: To consider and approve the minutes of the Annual General Meeting of Shareholders for the Year 2025.

Purpose and reason The Company held the 2024 Annual General Meeting of Shareholders on April 10, 2025, with a quorum of shareholders attending the meeting. The company prepared a report of the said meeting and sent it to the Ministry of Commerce within the time period



specified by law. There is a copy of the meeting minutes according to the details shown in Enclosure 1.

Committee opinion

The Board of Directors has considered it. It is of the opinion that the minutes of the 2025 Annual General Meeting of Shareholders on April 10, 2025, were recorded correctly and completely. It is deemed appropriate to propose that the Annual General Meeting of Shareholders certify the minutes of the 2025 Annual General Meeting of Shareholders.

Voting:

This agenda item must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 2: To acknowledge the Company's operating results for the year 2025.

Purpose and reason

The Company's operating results report for the year 2025 appears in the annual information disclosure form/annual report 2025 (Form 56-1 One Report) and the 2025 annual financial statements that were sent to shareholders along with the invitation letter to this meeting. The details appear in Enclosure 2.

Committee opinion

The Board of Directors has considered it. It is considered appropriate for shareholders to be informed of the Company's operating results for the year 2025, in which the Company has summarized past operating results and important changes that occurred during the fiscal year.

Voting:

This agenda is an agenda for acknowledgment. No voting

Agenda 3: To consider and approve the financial statements for the year 2025 ending December 31, 2025.

Purpose and reason

The financial statements for the year 2025 ending December 31, 2025 of the company have been audited and certified by auditors from M.R. and Associates Company Limited and have been reviewed by the audit committee. and the board of directors the details appear in the financial statement category in the 2025 annual information statement/annual report (Form 56-1 One Report), which was sent to shareholders along with the invitation to this meeting. The details appear in Enclosure 2.



The main points can be summarized as follows.

Unit: million baht

list	Company financial statements		
	Year 2025	Year 2024	Year 2023
Total income	30,510.20	27,496.16	25,065.71
Total production costs and expenses	28,625.67	25,848.54	22,995.89
Total comprehensive income for the year	1,884.53	1,647.62	1,545.97
Earnings per share (baht/share)	1.020	0.894	0.836
Total assets	20,004.79	19,457.24	16,839.12
Total debt	10,297.50	10,969.27	9,370.52
Total shareholders' equity	9,707.29	8,487.97	7,468.60

Committee opinion The Audit Committee and the Board of Directors have considered and reviewed the financial statements for the year 2025, which have been audited and certified by auditors from M.R. and Associates Company Limited, and have considered that they should be presented to the general shareholders meeting to consider and approve the financial statements for the year 2025 ending December 31, 2025.

Voting: This agenda item must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 4: To consider and approve to omit the allocation of net profit as legal reserves and approve the payment of dividends for the operating results for the year 2025 and acknowledge the interim dividend payment.

Purpose and reason According to the Public Limited Companies Act, B.E. 2535, Section 115 requires that companies pay dividends from profits only, and Section 116 requires that companies set aside part of their annual net profits as a reserve fund, not less than 5 percent of their annual net profits. Until the reserve fund reaches an amount of not less than 10 percent of the registered capital. The company has a policy of paying dividends to shareholders at a rate of not less than 40 percent of the net profit of the company's financial statements. After deducting taxes and legal reserves and other reserves (if any), however, the said dividend payment is subject to change. It will depend on operating results, financial status, liquidity, need for working capital for operations, investment plans and future business expansion, market conditions, appropriateness and other factors related to operations. and management of the company Under the condition that the company



must have sufficient cash to operate its business. and such action must bring the greatest benefit to shareholders. As the Board of Directors and/or shareholders of the Company deem appropriate. From the operating results for the year 2025, the company has an annual net profit of 1,884.53 million baht. Therefore, it is proposed to the shareholder meeting for consideration and approval as follows:

1. **Omission of the allocation of net profit to the legal reserve** as the Company has a current legal reserve of THB 107.79 million, equivalent to 10.00 percent of the registered capital, which fully complies with the statutory requirement.
2. **The cash dividend payment for the operating results of the year 2025** at the rate of THB 0.31 per share, totaling approximately THB 572.81 million. After deducting the interim dividend for the operating results of the first six months of 2025 at the rate of THB 0.05 per share, totaling THB 92.39 million, which was paid on September 5, 2025, the remaining dividend to be paid this time is at the rate of THB 0.26 per share, totaling THB 480.43 million. The dividend payment for the 2025 operating results represents a dividend payout ratio of 30.40 percent of the net profit after the deduction of the legal reserve, which is in accordance with the Company's dividend policy. The dividend will be paid from the net profit that is exempt from corporate income tax under the Board of Investment (BOI) promotional privileges; therefore, shareholders are not entitled to a dividend tax credit.

Furthermore, it is deemed appropriate to report to the shareholders for acknowledgment regarding the interim dividend payment for the operating results of the first six months of 2025, as approved by the Board of Directors on August 8, 2025, at the rate of THB 0.05 per share, totaling THB 92.39 million. The Company already paid the said interim dividend to the shareholders on September 5, 2025. This interim dividend was paid from the net profit exempt from withholding tax under the Board of Investment (BOI) promotional privileges.

The Company has set the date to determine the list of shareholders entitled to receive the dividend (Record Date) on April 24, 2026, and the dividend payment date is scheduled for May 7, 2026.

However, the right to receive such dividend remains uncertain as it is subject to the approval of the Shareholders' Meeting.



The details of the dividend payment are as follows:

list	Year 2025	Year 2024	Year 2023
1. Net profit of the company (million baht)	1,884.53	1,652.47	1,545.60
2. Number of shares (shares)	1,847,789,748	1,847,789,748	1,847,789,748
3. Net profit per share (baht)	1.020	0.839	0.836
4. Total dividends paid (baht)	0.31	0.36	0.34
- Interim dividend (baht/share)	0.05 ^{/2}	0.05 ^{/2}	0.05
- Annual dividend payment (baht/share)	0.26 ^{/3}	0.31 ^{/3}	0.29
5. Total dividends paid (million baht)	572.81	655.20	628.25
6. Dividend payment rate ^{/1} (percent)	30.40 ^{/1}	40.26 ^{/1}	40.65

^{/1} Dividend payment rate Calculated from dividend paid divided by net profit. After deducting legal reserve funds

^{/2} Interim dividend for the first 6 months of 2025 (paid on the 5th September 2025) reported to the meeting.

^{/3} Propose for consideration and approval

Committee opinion

The Board of Directors has considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the omission of the allocation of net profit to the legal reserve, as the Company currently has a legal reserve of THB 107.79 million, equivalent to 10.00 percent of the registered capital, which fully complies with statutory requirements.

Furthermore, the Board proposes the approval of a cash dividend payment at the rate of THB 0.26 per share, totaling THB 480.43 million, to the shareholders entitled to receive the dividend as their names appear on the Record Date on April 24, 2026. When combined with the interim dividend for the operating results of the first six months of 2025 (approved by the Board of Directors on August 8, 2025, at the rate of THB 0.05 per share, totaling THB 92.39 million, and paid to shareholders on September 5, 2025), the total dividend payout ratio will be 30.40 percent of the net profit after the deduction of the legal reserve.

The Board of Directors has considered this dividend payment by taking various factors into account, primarily focusing on the future benefits to the shareholders. The Board noted that the aforementioned dividend payout ratio (30.40 percent) is lower than the Company's established dividend policy (40 percent). This is due to the fact that in 2026, the Company has a significant strategic plan for business expansion and requires investment capital to expand the production capacity of the 3rd block rubber factory.



Therefore, paying the dividend at this rate will allow the Company to retain an additional working capital of approximately THB 184.78 million (the difference from the standard policy payout). The Company will utilize this amount to fund the construction of the factory building for the aforementioned project, aiming to support future growth and generate sustainable returns for shareholders in the long term.

Voting:

This agenda item must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 5 To consider the appointment of directors in place of those retiring by rotation.

Purpose and reason The Public Limited Companies Act, B.E. 2535, Section 71 and the Company's Articles of Association, Section 20, stipulate that "At every annual general meeting of shareholders, One-third of the number of directors shall retire from office at that time. If the number of directors cannot be divided exactly into three parts The number closest to one-third (1/3) of the directors who retire from office must be removed. He may be chosen to return to the position again. Directors who must retire from office in the first and second years after the company is registered. Let's draw lots. For subsequent years, the directors who have been in office the longest will be the ones who will retire from their positions." In 2025, there are 3 directors who will retire by rotation, consisting of:

- 1) MR. CHUWIT JUNGTRANASOMBOON: Director / Chairman of the Executive Committee / Risk Management Committee / Nomination and Remuneration Committee / Corporate Governance and Sustainable Development Committee
- 2) MR. RONACHIT JINADIT: Director / Chairman of the Audit Committee / Risk Management Committee / Nomination and Remuneration Committee / Corporate Governance and Sustainable Development Committee / Independent Director
- 3) MR. TEPAKUL POONLARP: Director / Chairman of the Risk Management Committee / Independent Director

The details of the history of those nominated for appointment as directors appear in Attachment No. 3

For the director selection process, the Company provided an opportunity for shareholders to nominate qualified individuals for consideration as Company directors in advance, from October 16, 2025, to January 16, 2026. This was disseminated to shareholders through the Stock Exchange of Thailand's news system and the Company's website. Upon the expiration of the nomination period, no shareholders submitted any nominations for individuals to be considered for election as directors to the Company.



Committee opinion

The Board of Directors has considered it. It is considered appropriate to propose to the general meeting of shareholders to consider and approve the appointment of 3 directors who have resigned from their positions to return to office for another term as follows: (1) MR. CHUWIT JUNG TANASOMBOON (2) MR. RONACHIT JINADIT (3) MR. TEPAKUL POONLARP

The nominated individuals have undergone a rigorous and careful screening process by the Nomination and Remuneration Committee and the Board of Directors, which determined that they possess qualifications suitable for the Company's business operations.

Specifically, Candidate No. 1 is a director who has been directly involved in the Company's core business for a long period, making valuable contributions to the formulation of the Company's significant business strategies, plans, and operating policies. Candidate No. 2 possesses expertise and experience in accounting, finance, and banking, and is capable of providing opinions and recommendations regarding the Company's accounting, finance, and internal control systems. Candidate No. 3 possesses diverse capabilities and experiences beneficial to the Company, particularly in providing opinions and recommendations on various aspects of risk assessment and enterprise risk management. Furthermore, Candidates No. 2 and No. 3 possess qualifications that comply with the definition of an independent director under the Public Limited Companies Act B.E. 2535, Section 89/7 of the Securities and Exchange Act B.E. 2535 (as amended), and Article 20 of the Company's Articles of Association. They are capable of expressing independent opinions when reviewing financial information, internal control systems, and connected transactions of the Company, and they fully meet the relevant legal requirements concerning independent directors.

Voting:

This agenda must be approved individually by a majority vote of the shareholders who attend the meeting. and vote

Agenda 6: To consider and approve the determination of directors' remuneration for the year 2026.

Purpose and reason According to the Public Limited Companies Act, B.E. 2535, Section 90 stipulates that the payment of directors' remuneration shall be in accordance with the resolution of the shareholders' meeting. which consists of votes of not less than two-thirds of the total number of votes of shareholders present at the meeting. And according to the Company's Articles of Association, Article 25, the Company's directors have the right to receive remuneration from the Company as considered and approved by the shareholders' meeting. It may set a fixed amount of remuneration for directors or lay out specific criteria and will set it from time to time or be effective forever until the shareholder meeting resolves to change otherwise. In addition, company directors have the right to receive welfare. various According to the company's



regulations Therefore, the shareholder meeting was requested to consider determining the remuneration of directors for the year 2026. The Board of Directors and the Nomination and Sustainability Development Committee considered the remuneration of directors for the year 2026 in accordance with the guidelines used by listed companies in the same industry and were sufficient. Motivate and retain quality directors with the company Including principles of good corporate governance. Consideration from business expansion The Company's operating results, business size, duties, responsibilities, and performance of the Board of Directors in the past year have also taken economic growth data into consideration. The Board of Directors deems it appropriate to approve the Determine the remuneration of the Board of Directors and sub-committees for the year 2026 as considered by the Nomination and Sustainability Development Committee. Determination of remuneration for directors for the year 2026 in the form of meeting allowances and monthly remuneration in the total amount. Not more than 8,000,000 baht, with details as follows:

• **Monthly remuneration and meeting allowance (Paid at a rate higher than in 2026)**

Components of compensation	Year 2026 (proposed year)	Year 2025
Monetary compensation		
1. Director's remuneration		
<u>Monthly salary</u>		
- Chairman of the Board of Directors	70,000 baht /month	70,000 baht /month
- Director	50,000 baht/person/month	50,000 baht/person/month
2. Meeting allowance		
<u>Board of Directors</u>		
- Chairman of the Board of Directors	65,000 baht /time	60,000 baht /time
- Company Director	60,000 baht/person /time	55,000 baht/person /time
<u>Audit Committee</u>		
- Chairman of the Audit Committee	55,000 baht /time	50,000 baht /time
- Audit Committee	50,000 baht /person /time	45,000 baht /person /time
<u>Risk Management Committee</u>		
- Chairman of the Risk Management Committee	55,000 baht /time	50,000 baht /time
- Risk Management Committee	50,000 baht /person /time	45,000 baht /person /time
<u>Nomination and Remuneration Committee</u>		
- Chairman of the Nomination and Remuneration Committee	55,000 baht /time	50,000 baht /time
- Member of the Nomination and Remuneration Committee	50,000 baht /person /time	45,000 baht /person /time



Components of compensation	Year 2026 (proposed year)	Year 2025
<u>Corporate Governance and Sustainability Committee</u> - Chairman of the Corporate Governance and Sustainability Committee - Member of the Corporate Governance and Sustainability Committee	55,000 baht/time 50,000 baht /person /time	50,000 baht/time 45,000 baht /person /time
Total compensation amount	8,000,000 baht	8,000,000 baht
Non-monetary compensation		
- Other welfare of directors - Other benefits	Group health insurance - do not have -	Group health insurance - do not have -

In this regard, executive directors / directors who are involved in management I would like to waive my right not to receive director compensation for the year 2026.

Committee opinion The Nomination and Remuneration Committee and the Board of Directors have considered the determination of the directors' remuneration for the year 2026, and deem it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the remuneration for the Company's Board of Directors and sub-committees for the year 2026 in a total amount not exceeding THB 8,000,000.

Voting: This agenda must be approved by a vote of not less than two-thirds of the total number of votes of shareholders present at the meeting.

Agenda 7: Consider and approve the appointment of auditors. and setting up audit fees Year 2026

Purpose and reason Section 120 of the Public Limited Companies Act B.E. 2535 states that “The annual general meeting of shareholders shall appoint an auditor. and determine the amount of the company's audit fees every year. In appointing an auditor, the same auditor may be appointed” from the scrutiny of the Audit Committee and the Company's Board of Directors. deems it appropriate to propose Let the general meeting of shareholders consider and approve the appointment of auditors from M.R. & Associates Company. Co., Ltd. is the company's auditor for the year 2026 as per the following list:



- 1) Mr. Akradet Pliansakul, Certified Public Accountant No. 5389
(Number of years being an auditor for the company: 5 years, namely 2021 - 2025) or
- 2) Mr. Phisit Chiwaruangroj Certified Public Accountant No. 2803
(Number of years as an auditor for the company : -) or
- 3) Miss Kornthip Wanitchwisetkul Certified Public Accountant No. 6947
(Number of years as an auditor for the company : -)

By appointing one of the auditors as proposed above. Is the person who inspects and expresses opinions on the company's financial statements for the year 2026. In the event that the auditors mentioned above are unable to perform their duties, M.R. & Associates Company. Co., Ltd. hires another certified public accountant for the office to audit the accounts and give opinions on the company's financial statements on behalf of the said auditor. But it must be approved by the company's shareholders first.

However, M.R. and Associates Company Limited and the three auditors above are independent auditors and have no relationship and /or conflict of interest with the company / executives/shareholders. Major or persons related to such persons of the company

Regarding the audit fee for the year 2026, the Audit Committee and the Board of Directors have considered and deem it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the determination of the Company's audit fee for the year 2026 in the amount of THB 2,570,000, which is an increase of THB 70,000 from the year 2025.

Audit fee	Year 2026 (baht)	Year 2025 (baht)	change increase/(decrease) (baht)
Audit fee	2,570,000	2,500,000	70,000

Note : Other service fees (Non-Audit Fee) : do not have

M.R. and Associates Company Limited has been appointed as the company's auditor since 2014, for a total period of 12 years.

Committee opinion

The Audit Committee and the Board of Directors have considered and deem it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the appointment of the auditors from M.R. & Associates Co., Ltd., as per the aforementioned



list, to serve as the Company's auditors to audit and express an opinion on the Company's financial statements for the year 2026, as well as to approve the determination of the Company's audit fee for the year 2026 in the amount of THB 2,570,000.

Voting: This agenda item must be approved by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 8: Consideration of other matters (if any).

Information for Shareholders:

The Company cordially invites shareholders whose names appear on the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) on March 11, 2026, to attend the 2026 Annual General Meeting of Shareholders on April 10, 2026, at 10:30 a.m. The meeting will be held in a Hybrid Meeting format.

1. Physical Meeting Attendance:

Shareholders and proxies can attend the meeting in person at the Meeting Room, 1st Floor, Head Office of North East Rubber Public Company Limited, No. 398 Moo 4, Khok Ma Sub-district, Prakhon Chai District, Buriram 31140 (details as per Enclosure No. 10). Registration will open at 8:30 a.m.

2. Electronic Meeting (E-Meeting) Attendance:

Shareholders or proxies attending via electronic media must register and verify their identity through the IR PLUS AGM system.

- Registration Period: From March 25, 2026, at 8:00 a.m. until April 9, 2026, at 5:00 p.m.
- System Login: Attendees can log in via the IR PLUS AGM application to join the meeting on April 10, 2026, from 9:00 a.m. onwards.
- Requirements and procedures for E-Meeting attendance and voting via the IR PLUS AGM application are detailed in Enclosure No. 9.

Proxy Appointment for Physical Meeting:

For shareholders who wish to appoint a proxy to attend and vote on their behalf at the Physical Meeting, please completely fill out the proxy form (Enclosure No. 6), attach the supporting documents, and hand it to your proxy prior to the meeting.

- If you wish to appoint an Independent Director as your proxy, you may appoint Mr.Chanitr Charnchainarong or Mrs.Chanatip Weerasubpong. Profiles of the Independent Directors serving as proxies are detailed in Enclosure No. 7.
- For convenience and expediency in verifying documents, please submit the proxy form to the Company by April 7, 2026.



- To facilitate a smooth registration process on the meeting day, the Company kindly requests that shareholders or proxies bring the supporting documents specified in Enclosure No. 8 to present at registration.

Proxy Appointment for E-Meeting:

For shareholders who wish to appoint another person or an Independent Director to attend the E-Meeting and vote on their behalf, please fill out and sign the proxy form (Enclosure No. 6) and attach the required supporting documents as specified in Enclosure No. 8. Please return the documents to the Company by April 7, 2026.

The documents can be submitted through the following 2 channels to the address below

E-Mail: investor@nerubber.com

Postal: Company Secretary Section

North East Rubber Public Company Limited
398 Village No. 4, Khok Ma Subdistrict, Prakhon Chai
District Buriram Province 31140
Telephone number 082-264-5189

The Company has published the invitation to the 2026 Annual General Meeting of Shareholders and meeting documents on the Company's website. From March 10, 2026, shareholders can download the invitation to the 2026 Annual General Meeting of Shareholders along with meeting documents and Proxy at the company's website <https://investor.nerubber.com/en/downloads/shareholders-meeting> or through a QR Code (QR Code) which appears in the meeting invitation document and in order for shareholders to receive maximum benefits from the meeting Including protecting your rights fully. If you have any questions that you would like the company to clarify on the issues of the agenda presented here. You can send questions in advance to E-mail: investor@nerubber.com Or if you have additional questions, you can contact company officials at telephone number 082-264-5189 or 044-666928, 044-666929 ext. 126

The company would like to thank all shareholders very much for their understanding and sincerely hope to receive good cooperation from all of you as in the past.

Best regards

Mr. Chuwit Jungthanasomboon
Chief Executive Officer