

April 3, 2026

**Subject:** Notice of the 2026 Annual General Meeting of Shareholders.

**To:** Shareholders of SVI Public Company Limited

- Attachments:**
1. Copy of the Minutes of the Extraordinary General Meeting of the Shareholders No. 1/2026, held on January 13, 2026 (for consideration Agenda 1)
  2. Annual Report for the year 2025 (Form 56-1 One Report) and financial statement of the Company and subsidiaries for the period ended December 31, 2025 (QR Code) (for consideration Agenda 2 and 3).
  3. Bio-data of the directors who are recommended to be appointed (for consideration Agenda 4).
  4. The Company's Articles of Association relating to Shareholders Meeting and Voting.
  5. Definition of independent directors and the details of independent directors be recommended as a proxy of shareholders
  6. Procedure for attending the Annual General Meeting of Shareholders by electronic means (E-AGM) and proxy
  7. Proxy Form A, Proxy Form B, and Proxy Form C
  8. Bio-data of the nominated auditors for the year 2026

The Board of Directors of SVI Public Company Limited (the “**Company**”) passed a resolution to call for the 2026 Annual General Meeting of Shareholders to convene on Monday, April 20, 2026 at 9.30 a.m. by electronic means (E-AGM) which will be broadcasted from the meeting room of the Company's head office located at No. 141-142 Moo 5, Bangkadi Industrial Park, Tiwanon Road, Bangkadi, Muang Pathumthani, Pathumthani, 12000, Thailand to consider and approve the following agendas:

- Remark:**
1. The Company has published the Minutes of the Extraordinary General Meeting of Shareholders no. 1/2026, held on January 13, 2026 on the Company's website ([www.svi-hq.com](http://www.svi-hq.com)) to be reviewed or requested for a revision by shareholders since January 27, 2026, however, no shareholder recommended any objection or amendment to such minutes.
  2. The Company had facilitated the shareholders to exercise their rights to put forward the 2026 Annual General Meeting of Shareholders' agenda item and nominate directorial candidate in advance and also disclosed their rights including the process on proposing of the mentioned subjects through the company's website ([www.svi-hq.com](http://www.svi-hq.com)) from September 2, 2025 to December 30, 2025. - No shareholders recommended any agenda item and no shareholder nominated a candidate.

## **SVI PUBLIC COMPANY LIMITED**

**Head Office / Factory** 141-142 Moo 5, Bangkadi Industrial Park, Tiwanon Road, Bangkadi, Muang, Pathumtani 12000, Thailand  
Phone : (662)1050456 Fax : (662)1050464-5 Email : [office@svi.co.th](mailto:office@svi.co.th) <http://www.svi-hq.com>

### **Agenda 1: To certify the Minutes of the Extraordinary General Meeting of the Shareholders No. 1/2026**

**Purpose and Reason:** The Extraordinary General Meeting of the Shareholders No. 1/2026, held on January 13, 2026, was accurately and completely recorded and submitted to the Stock Exchange of Thailand (the “SET”) and the Ministry of Commerce within 14 days from the date of the Extraordinary General Meeting of Shareholders in accordance with the laws, as well as published on the Company’s website (www.svi-hq.com). *A copy of the Minutes of the Extraordinary General Meeting of the Shareholders No. 1/2026 is attached hereto as Attachment 1*, which has been sent to all shareholders together with this notice of meeting.

**Opinion of the Board:** The Board of Directors considered and had the opinion that it is appropriated to propose to the 2026 Annual General Meeting of Shareholders to certify and adopt the minutes of the Extraordinary General Meeting of the Shareholders No. 1/2026, held on January 13, 2026 which the minutes was accurately and completely recorded according to the resolutions of the Annual General Meeting of Shareholders, as detailed in *the Minutes of the Extraordinary General Meeting of the Shareholders No. 1/2026 is attached hereto as Attachment 1*.

**Remark:** This agenda is required to be approved by majority votes of the eligible shareholders, present and vote in the Extraordinary General Meeting of Shareholders.

### **Agenda 2: To acknowledge the Company’s operating result of the fiscal year 2025.**

**Purpose and Reason:** The Company’s 2025 operating result of the fiscal year 2025 ended December 31, 2025 including financial information and other activities are reported as per details in *the Annual Report of the year 2025 (QR-Code) as stated in Attachment 2*.

**Opinion of the Board:** The Board of Directors considered and had the opinion that 2026 Annual General Meeting of Shareholders should acknowledge the operating results of the year 2025 ended December 31, 2025, as the details reported in *the Annual Report of the year 2025 is attached hereto as Attachment 2*.

**Remarks:** This agenda is not required voting, this is to inform the Shareholders’ Meeting for acknowledgement only.

### **Agenda 3: To consider and approve the Company audited financial statements for the fiscal year ended December 31, 2025**

**Purpose and Reason:** According to the Public Limited Companies Act, B.E. 2535 and the Company’s Articles of Association, the Company is required to prepare the financial statement for the Company’s fiscal year, which was audited by the auditor, and to propose to the Annual General Meeting of Shareholders for consideration and approval.

The Company has already prepared the Company and the Company's subsidiaries' financial statement for the year ended December 31, 2025 which has already been audited by the auditor (Ms. Noraya Srisukh, Certified Public Accountant Registration No. 9188 of EY Office Limited) and approved by the Audit Committee, as the details reported in *the Annual Report of the year 2025. (QR-Code) is attached hereto as stated in Attachment 2.*

A summary of the Consolidated Financial Statement is stated below:

Unit: Million baht

Financial Position	2024	2025	Financial Position	2024	2025
Current Asset	10,403	10,690	Sales	21,912	18,305
Total Asset	13,933	14,614	Total Revenues	22,160	18,579
Current Liabilities	5,200	5,906	Profit before financial cost	1,553	894
Total Liabilities	6,274	6,892	and tax expenses		
Shareholder's Equity	7,659	7,722	Net Profit	1,379	713
Registered Capital	2,153	2,153			
Paid-up Capital	2,153	2,153			

A summary of the Company's Financial Statement is stated below:

Unit: Million baht

Financial Position	2024	2025	Financial Position	2024	2025
Current Asset	7,017	7,270	Sales	14,314	12,070
Total Asset	10,973	11,914	Total Revenues	14,532	12,446
Current Liabilities	3,793	4,509	Profit before financial cost	1,120	831
Total Liabilities	3,971	4,690	and tax expenses		
Shareholder's Equity	7,002	7,224	Net Profit	1,019	755
Registered Capital	2,153	2,153			
Paid-up Capital	2,153	2,153			

**Opinion of the Audit Committee:** The Audit Committee had reviewed the Company and the Company's subsidiaries' financial statement for the year ended December 31, 2025, which was audited and certified by Ms. Noraya Srisukh, Certified Public Accountant Registration No. 9188 of EY Office Limited, therefore the Audit Committee recommended to the Board of Directors to consider and propose the Company and the Company's financial statement for the year ended December 31, 2025 to the Shareholders' Meeting for approval.

**Opinion of the Board:** The Board of Directors considered and had the opinion that the 2026 Annual General Meeting of Shareholders should approve the Consolidated and the Company's financial statement for the year ended December 31, 2025 for the reason that financial statement was correct, complete and sufficient according to accounting standard and approved by the Audit Committee, and audited by Ms. Noraya Srisukh, Certified Public Accountant Registration No. 9188 of EY Office Limited, as the details reported in *the Annual Report of the year 2025, (QR-Code) is attached hereto as stated in Attachment 2.*

**Remarks:** This agenda is required to be approved by majority votes of the eligible shareholders, present in the meeting.

#### **Agenda 4: To consider and approve the election of Directors in substitution of retiring Directors**

**Purpose and Reason:** In compliance with the Public Limited Companies Act and clause 19 of the Company's Articles of Association, one-third of directors have to retire by rotation for the Annual General Meeting of Shareholders each year, and those retired directors can be re-appointed.

At present, there are 6 directors, therefore, two of those or 1/3 of total directors are required to retire from the Board of Directors in the Annual General Meeting of Shareholders. The directors, who are due to retired by rotation in this meeting are as follows:

	Name of Director	Position
1.	Mr. Prasert Bunsumpun	Independent Director
2.	Mr. Petch Chinabutr	Independent Director

The Company's had facilitated minor shareholders to exercise their rights to put forward the directorial candidates in advance through the Company's website ([www.svi-hq.com](http://www.svi-hq.com)) and through SET's news during September 2, 2025 to December 30, 2025. However, there was no shareholder nominating a candidate for directorial position.

The Nomination and Compensation Committee, excluding the Directors who is considered as having conflict of interest, proposed to reappoint 2 retiring directors for another term, since they are qualified according to the Public Companies Act, SEC's and SET's regulation, including other related regulations and their education background, seniority, knowledge, capability and experiences in relation to the Company's business which are beneficial to the Company.

**Opinion of the Board:** The Board of Directors, excluding the directors who is considered as having conflict of interest and are retiring, considered and agreed that the selection and nomination of directors of the Company was in the Company's selection process and carefully considered by the Board of Directors. The Board of Directors considered and had the opinion that the Annual General Meeting of Shareholders should approve the reappointment of Mr. Prasert Bunsumpun and Mr. Petch Chinabutr to be directors for another term. Thanks to the two retiring directors, they are qualified according to the

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Public Limited Companies Act and they have no prohibited characteristic to manage the Company's business, which is the public company, according to the Securities and Exchange Act or inappropriate, not suitable to manage business having shareholders under the SEC regulation. They are not the management in any business which is conflict with or compete with the Company's business. Mr. Prasert Bunsumpun and Mr. Petch Chinabutr are also qualified as the Independent Director under the definition of Independent Director of the Securities Exchange of Thailand. They can provide comments independently and in accordance with the relevant criteria.

Their Bio-data of the directors who are due to retire by rotation and recommended to be re-appointed for another term are *is attached hereto as Attachment 3.*

**Remarks:** This agenda is required to be approved by majority votes of the eligible shareholders, present in the meeting.

**Agenda 5: To consider and approve the director's remuneration for the year 2026**

**Purpose and Reason:** The Nomination and Compensation Committee considered the directors' fees and remuneration of year 2026, by reviewing all appropriate factors and comparing them, in a form of cash and other benefits, with last year fees and remuneration, the average fees paid in the electronics industry and companies with the same size of revenue, operating result, responsibilities and current economic situation. Thus, the Board of Directors' and other sub committees' fees and remuneration for the fiscal year 2026 have been proposed at the amount not exceed Baht 10,000,000 (Baht: Ten Million Only) which is the same amount as approved by the 2025 Annual General Meeting of Shareholders, provided that other employee's welfare are excluded, as follows:

**Board of Directors:** The remuneration and allowance per meeting are as follows:

Details	Y2026 (Propose)	Compare with Y2025
<b>Remuneration paid per quarter</b>		
- Chairman of the Board of Directors	Baht 150,000/person	Baht 150,000/person
- Director	Baht 100,000/person	Baht 100,000/person
<b>Allowance paid per each meeting (only director attended the meeting)</b>		
- Chairman of the Board of Directors	Baht 30,000/person	Baht 30,000/person
- Director	Baht 20,000/person	Baht 20,000/person
<b>Annual Bonus</b>		
- Chairman of the Board of Directors	Base on the company's	Base on the company's
- Director	operating result	operating result
<b>Other benefit</b>	Nil	Nil

**Sub Committees:** There are Audit Committee, the Nomination and Compensation Committee, the Corporate Governance and Sustainable Development Committee and Risk Management Committee will receive the remuneration and meeting allowance as follows:

Details	Y2026 (Propose)	Compare with Y2025
<b>Remuneration paid per quarter</b>		
<b>The Audit Committee</b>		
- Chairman	Baht 50,000/person	Baht 50,000/person
- Director	Baht 50,000/person	Baht 50,000/person
<b>The Nomination and Compensation Committee, the Corporate Governance and Sustainable Development Committee and Risk Management Committee</b>		
- Chairman	Nil	Nil
- Director	Nil	Nil
<b>Allowance paid per each meeting</b> (only director attended the meeting)		
<b>The Audit Committee and</b>		
<b>The Nomination and Compensation Committee</b>		
- Chairman	Baht 30,000 /Person	Baht 30,000 /Person
- Director	Baht 20,000 /Person	Baht 20,000 /Person
<b>The Corporate Governance and Sustainable Development Committee and Risk Management Committee<sup>1</sup></b>		
- Chairman	Baht 20,000 /Person	Baht 20,000 /Person
- Director	Baht 20,000 /Person	Baht 20,000 /Person
Remark: <sup>1</sup> Only director of the Company		
<b>Annual Bonus of sub committees</b>	Nil	Nil
<b>Other benefit</b>	Nil	Nil

**Opinion of the Board:** The Board of Directors had the opinion that the remuneration and meeting allowance has been considered and reviewed by the Nomination and Compensation Committee. Thus, the Annual General Meeting of Shareholders should consider and approve the remuneration and meeting allowance for the year 2026 in a form of cash and other benefits in the amount not exceeding Baht 10,000,000 (Baht: Ten Million Only) which is the same amount as approved by the 2025 Annual General Meeting of Shareholders, provided that other employee's welfare are excluded as per the details as proposed above.

**Remarks:** This agenda is required to be approved with a vote of not less than two-thirds votes of the eligible shareholders, present in the meeting.

Ms. Nitaya Direksathapon and Ms. Phonpimol Pathomsak, Independent Director and as a proxy of shareholders for the Annual General Shareholders Meeting, have no conflict of interest different from the other directors.

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**Agenda 6: To consider and approve the appointment of Auditor for the fiscal year 2026 and fix their remuneration**

**Purpose and Reason:** The Board of Directors considered and approved for the appointment of EY Office Limited as the Company’s auditors and their remuneration for the fiscal year 2026 as recommended by the Audit Committee with the names and CPA license numbers as follows:

- |                                |                                      |
|--------------------------------|--------------------------------------|
| 1. Miss Noraya Srisukh         | C.P.A. Registration No. 9188, and/or |
| 2. Miss Wilaiporn Chaowiwatkul | C.P.A. Registration No. 9309, and/or |
| 3. Miss Rosaporn Decharkom     | C.P.A. Registration No. 5659, and/or |
| 4. Miss Pimjai Manitkajohnkit  | C.P.A. Registration No. 4521         |

Any of the above auditors can conduct the audit and express an opinion on the financial statements of the Company. In the event that any of the above auditors is not available, EY Office Limited is authorized to nominate any auditor of EY Office Limited who qualifies as a Certified Public Accountant to carry out the audit of the Company’s financial statements.

The total Annual Remuneration Fee for the year 2026 is proposed not exceeding Baht 3,170,000 (Baht: Three million one hundred and seventy thousand only). The special audit fee for BOI’s privileges of corporate income tax exemption report is proposed at the Baht 250,000 (Baht: Two hundred and fifty thousand only), excluding out-of-pocket expenses [ Total Annual Remuneration Fee for the year 2025 is not exceeding THB 3,100,000 (Baht: Three million one hundred thousand only). The special audit fee for BOI’s privileges of corporate income tax exemption report is proposed at the Baht 250,000 (Baht: Two hundred and fifty thousand only), excluding out-of-pocket expenses.]

Audit fee (Baht)	2024 (EY)	2025 (EY)	Propose 2026 (EY)
The audit fee (for annual and quarterly financial statements)	3,000,000	3,100,000	3,170,000
The non-audit fee	250,000	250,000	250,000

**Note:** The nominated auditors, as stated above, have no relationship with, or any interest in the Company, the Company’s subsidiaries, the executives, the major shareholders, or any related person of the aforesaid persons. Therefore, they are able to freely audit and comment on the financial statement of the Company independently.

Ms. Noraya Srisukh has been appointed as the Company’s auditor for 2 years. The auditor’s work experience is attached hereto as *Attachment 8*.

SVI Austria GmbH, the Company’s subsidiary in Europe and Tohoku Solutions Co., Ltd., the Company’s subsidiary in Thailand, have appointed the same auditor. For other subsidiaries, the Company’s Board of Directors has committed to complete the financial statement on the required due date.

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**Opinion of the Audit Committee:** The Audit Committee had reviewed and considered the performance record of each auditor as to ensure that EY Office Limited can have a proper rotation of the auditor as required by the Notification of Securities and Exchange Commission on Auditor Rotation policy. Moreover, the standard of auditing, capability and experiences in auditing of the companies in the same industry and the same size of business including a reasonable audit fee have been considered. Thus, the Audit Committee resolved to propose to the Board of Directors for the appointment of EY Office Limited as the Company's auditors and their remuneration of the fiscal year 2026 for subsequently be proposed for further approval by the Annual General Meeting of Shareholders.

**Opinion of the Board:** The Board of Directors agreed with the Audit Committee to propose to the Annual General Meeting of Shareholders for the appointment of Miss Noraya Srisukh C.P.A. Registration No. 9188 or Miss Wilaiporn Chaowiwatkul C.P.A. Registration No. 9309 or Miss Rosaporn Decharkom C.P.A. Registration No. 5659 or Miss Pimjai Manitkajohnkit C.P.A. Registration No. 4521 of EY Office Limited as the Company's auditors for the fiscal year 2026 and approved the audit fee of not exceeding Baht 3,170,000 (Baht: Baht: Three million one hundred and seventy thousand only). The special audit fee for BOI's privileges of corporate income tax exemption report is proposed at the Baht 250,000 (Baht: Two hundred and fifty thousand only) which is in accordance with the general good practice.

**Remarks:** This agenda is required to be approved by majority votes of the eligible shareholders, present in the meeting.

#### **Agenda 7: To consider and approve for omitted dividend payment**

The Company's dividend policy as approved by the Annual General Meeting of Shareholders No. 1/2010 dated April 28, 2010 is to pay dividend at least 30% of consolidated net profit after deduction of all reserves required by law and the Company. However, this is depended on the operating performance, cash flow, investment plans, financial status, restriction of laws and other considerations as deemed appropriate for the Company and its subsidiaries.

**Purpose and Reason:** The Company reported the consolidated net profit and the Company's net profit for the year 2025 of Baht 712,703,280 (Baht: Seven hundred twelve million seven hundred three thousand two hundred eighty baht) and Baht 754,822,515 (Baht: Seven hundred fifty-four million eight hundred twenty-two thousand five hundred fifteen baht.) respectively.

The Company deems it necessary to reserve cash for its operations to support business growth, as well as for investment in its joint venture, Advance Interconnection Technology Company Limited. For the year 2026, the funds will be utilized for building construction and the procurement of machinery. Consequently, the Board of Directors deems it appropriate to propose that the shareholders' meeting approve the omission of dividend payments for the 2025 operating results to facilitate these strategic investments.

**Opinion of the Board:** The Board of Directors considered and had the opinion that it is appropriated to propose to the Annual General Meeting of Shareholders' Meeting for approval omitted dividend payment.

**Remarks:** This agenda is required to be approved by majority votes of the eligible shareholders, present in the meeting.

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**Agenda 8: To consider and approve the amendment to the Company's Objectives by the addition of two (2) items**

**Purpose and Reason:** The Company was approached by a major customer requesting an amendment to the Company's business objectives. This revision is intended to facilitate the customer's eligibility for privileges under the ASEAN Trade in Goods Agreement (ATIGA). In view of the foregoing, to enhance revenue, secure long-term financial stability and safeguard the best interests of the Company and its shareholders, deemed it appropriate to approve the amendment to the Company's objectives by the additional of 2 items as follows:

No.23 To engage in the business of materials related to the automotive industry and automotive parts.

No.24 To engage in logistics services, inventory management, leasing and providing warehouse facilities and all types of real estate, including forklifts, electric vehicles, cars, trucks, machinery and equipment used for lifting or handling goods, including spare parts and related equipments.

**Opinion of the Board:** The Board of Directors considered and deemed it appropriate to approve the amendment to the Company's objectives by the additional 2 items.

**Agenda 9: To consider and approve the amendment to Clause 3 of the Memorandum of Association to be in line with the Amendment to the Company's Objectives**

**Purpose and Reason:** Following Agenda 8 which proposes the amendment of the Company's objectives in order to be consistent with the Company's business operations, the Company is therefore required to amend Clause 3 of the Memorandum of Association to be consistent with such amendment of the Company's objectives.

**Opinion of the Board:** The Board of Directors considered and deemed it appropriate to approve the amendment to Clause 3 of the Memorandum of Association to be in line with the Amendment to the Company's Objectives.

**Agenda 10: To consider other matters (if any)**

The record date for specifying the list of shareholders who are entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) shall be on March 23, 2026.

Since the 2026 Annual General Meeting of Shareholders will be held by electronic means only (E-AGM), the shareholders are hereby cordially invited to attend the electronic meeting (E-AGM) and to comply with the procedures and methods for attending the 2026 Annual General Meeting of Shareholders by electronic means (E-AGM), proxy, and registration for attending the meeting in advance. The procedure for attending the meeting is as specified in the Attachment 6. The pre-registration for the meeting attendance will be available from April 3, 2026, or until the meeting is concluded, and the system will be activated for joining the meeting via electronic means (E-AGM) from 8:30 a.m. onwards.

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Shareholders who cannot attend the meeting in person may grant proxy to other person to attend and vote on behalf of shareholders this meeting by selecting one of the provided proxy forms (Form A, Form B, or Form C, Form C will be used only for foreign shareholders who have appointed a Custodian in Thailand) as attached hereto as Attachment 7, which has been sent to all shareholders together with this notice of meeting. Shareholders may download proxy form from the Company's website at [www.svi-hq.com](http://www.svi-hq.com) by using any form as specified only. Shareholders can authorize the Company's independent director to be a proxy attending and voting on behalf of the shareholders in this electronic meeting (E-AGM), information and biography of the independent directors are presented and attached hereto as Attachment 5.

We kindly request your cooperation in completing the advance register for attending the meeting by electronic means (E-AGM) through the system as detailed in Attachment 6 or sending the proxy form and identity verification documents to the Company, via email address ([ir@svi.co.th](mailto:ir@svi.co.th)) within April 10, 2026. For submission via mail, please send documents prior to the meeting date for verification within April 14, 2026 to the Investor Relations, SVI Public Company Limited at 141-142 Moo 5, Bangkadi Industrial Park, Tiwanon Road, Bangkadi, Muang Pathumthani, Pathumthani, 12000, Thailand.

The notice of the 2026 Annual General Meeting of Shareholders, attachments and proxy forms have been posted on the Company's website [www.svi-hq.com](http://www.svi-hq.com).

We therefore invite shareholders to attend the meeting on the date, time, and at the method specified above.

Yours sincerely,

By resolution of the Board of Directors

- Mr. Chatchaval Eimsiri -

Authorized Director

Any shareholder can access the Notice of the 2026 Annual General Meeting of Shareholders and all related attachments on the Company's website at [www.svi-hq.com](http://www.svi-hq.com) under the section "Investor Relations" > "Shareholders' Meeting" from April 3, 2026 onwards. Shareholders may also submit any query regarding the agenda of the 2026 Annual General Meeting of Shareholders in advance, the shareholder can contact the Investor Relations, SVI Public Company Limited at 141-142 Moo 5, Bangkadi Industrial Park, Tiwanon Road, Bangkadi, Muang Pathumthani, Pathumthani, 12000, Thailand, or via e-mail address at [ir@svi.co.th](mailto:ir@svi.co.th).



Attachment 2: Annual  
Report for the year 2025  
(Form 56-1 One Report)



QR Code for Advance  
Registration to Attend the  
Annual General Meeting

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