

(F10-6) (After the resolutions have been passed at the Board of Directors' meeting)

Report Form for Delisting of Shares from Being Listed Securities

Name of Company: SVI Public Company Limited

Date: October 31, 2025

We, SVI Public Company Limited (the “**Company**”) hereby report the resolution of the Board of Directors’ Meeting No. 7/2025, dated October 31, 2025, in respect of the delisting of shares from the Stock Exchange of Thailand (the “**SET**”), with details as follows:

1. Type of Securities of the Company

1.1 Ordinary Shares / Preferred Shares

1.1.1 As of October 31, 2025, the Company has a total of 2,153,210,026 registered ordinary shares with a par value of Baht 1 per share, amounting to a total registered and paid-up capital of Baht 2,153,210,026.

1.1.2 The Company’s securities have been listed on the SET since September 18, 1989.

1.1.3 The last trading price was Baht 6.35 per share on October 30, 2025.

1.2 Debentures / Convertible Debentures

- None -

1.3 Warrants

- None -

1.4 Other types of securities (please specify)

- None -

2. Schedule for a presentation to provide opinions and suggestions concerning the delisting of shares

The Company and its independent financial advisor will present at the Extraordinary General Meeting of Shareholders No. 1/ 2026 to be held on Tuesday, January 13, 2026 at 9.30 a.m. via electronic channel (E-EGM) to provide recommendations and opinions in relation to the Company’s delisting of its securities from being listed securities on the SET, in accordance with the criteria set forth in the Regulation of Stock Exchange of Thailand regarding Delisting of Securities B.E. 2564 (2021) (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand regarding Guidelines for Voluntary Delisting of Shares B.E. 2564 (2021).

3. Schedule for a shareholders' meeting to approve the delisting of shares

The Extraordinary General Meeting of Shareholders No. 1/2026 is scheduled to be held on Tuesday, January 13, 2025 at 9.30 a.m. via electronic channel (E-EGM) by

- Specifying the list of shareholders with the rights to attend the Extraordinary General Meeting of Shareholders No. 1/2026 (Record Date) on November 14, 2025
- Specifying the book-closing date to share transfer in order to determine the rights to attend this meeting from (date) until the meeting has been duly convened.

4. Reasons and facts for the delisting of shares

On October 31, 2025, the Board of Directors has received a letter of intent to make a tender offer for the Company's ordinary shares with the purpose of delisting the securities from being listed securities on the SET submitted by Mr. Pongsak Lothongkam ("**Mr. Pongsak**"). Mr. Pongsak is a major shareholder of the Company, holding a total of 1,683,117,432 ordinary shares in his own name, through custodians, and the person who is acting in concert (Concert Party), representing approximately 78.17 percent of the total issued and paid-up shares of the Company. Mr. Pongsak expressed his intention to make a tender offer for all securities of the Company held by other shareholders, specifically the remaining 470,092,594 ordinary shares, representing approximately 21.83 percent of the total issued and paid-up shares of the Company (which are not held by Mr. Pongsak), in order to voluntarily delist the Company's securities from the SET (the "**Delisting of Company's Securities**") with the rationale and necessity for the Delisting of Company's Securities as follows.

- (1) The Delisting of Company's Securities will enhance the efficiency and flexibility of the Company's management and business operations, by reducing procedural requirements applicable to listed companies, including lowering both direct and indirect fees and expenses, as well as resources of the Company required to maintain its status as a listed company, such as annual fees payable to the SET and expenses associated with disclosures of information to investors, among others. Additionally, the delisting will reduce the regulatory and legal burdens that the Company is required to comply with.
- (2) The current trading volume of the Company's shares on the SET is modest. Therefore, the Delisting of Company's Securities would improve the liquidity of the Company's shares by providing options and opportunities for our minority shareholders to sell their shares.
- (3) The Delisting of Company's Securities will be an option for minority shareholders to sell their shares in the Company in the desired quantity at a fair price, as specified in the tender offer for the Delisting of Company's Securities. This is intended to reduce risks arising from the Company's volatile performance, which may result in shareholders bearing the burden of future capital increases.
- (4) Fundraising through the SET has become less effective under the Company's current circumstances due to fluctuating performance and uncertain future prospects. These uncertainties are driven by various

factors such as geopolitical conflicts, trade tensions, and declining purchasing power amid global economic instability.

However, following the Delisting of Company's Securities, the Company will continue to maintain its status as a public limited company and will remain subject to applicable laws and regulations.

Additionally, the tender offer for the Delisting of Company's Securities by Mr. Pongsak will take place upon the satisfaction of the following relevant conditions:

- (a) Mr. Pongsak must obtain financial support from financial institution(s) to proceed with the tender offer for the Delisting of Company's Securities;
- (b) The approval from the shareholders' meeting of the Company for the Delisting of Company's Securities must be obtained, with a vote of not less than three-fourths of the total issued and paid-up shares of the Company, and there must be no veto to the Delisting of Company's Securities by shareholders holding more than 10 percent of the total issued and paid-up shares of the Company; and
- (c) Approvals, permissions, and/or waivers must be obtained from relevant regulatory authorities and agencies for the Delisting of Company's Securities, including the SET, financial institutions, and any other relevant contractual counterparties (if necessary).

Mr. Pongsak will proceed with actions related to the Delisting of Company's Securities only upon the fulfillment of the condition precedents mentioned above, even though not all shareholders express their intention to sell their ordinary shares in the Company under the tender offer for the Delisting of Company's Securities. Therefore, it is possible that Mr. Pongsak may not be able to acquire all of the Company's shares by the end of the tender offer period.

5. Process of making tender offer for shares and other securities which may be converted to shares of the Company from the shareholders and securities holders in general:

5.1 List of names of offeror or group of offerors including relationship with the Company:

The offeror: Mr. Pongsak, a major shareholder of the Company.

As of October 31, 2025, Mr. Pongsak holds a total of 1,683,117,432 ordinary shares in his own name, through custodians, and the person who is acting in concert (Concert Party), representing approximately 78.17 percent of the total issued and paid-up shares of the Company. Mr. Pongsak's shareholding comprises of: (1) 1,266,365,032 shares in his own name; (2) 125,000,000 shares through custodian named MORGAN STANLEY & CO. INTERNATIONAL PLC; (3) 125,000,000 shares through custodian named RAFFLES NOMINEES (PTE) LIMITED; and (4) 166,752,400 shares through Eagle Mount Asia Equities Limited, which is a person acting in concert (Concert Party) with Mr. Pongsak, who holds shares through a custodian named UBS AG SINGAPORE BRANCH.

5.2 Offering price of securities

The proposed tender offer price is Baht 7.50 per share (the “**Tender Offer Price**”) which is not lower than the highest price calculated in accordance with the criteria for determining the tender offer price for delisting securities, as specified in the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Regarding Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended) (the “**Notification of the Capital Market Supervisory Board No. Tor Jor. 12/2554**”). However, the Tender Offer Price may be subject to change in the event of any circumstance that causes or may cause serious damage to the Company’s financial position or assets, affects the Company’s share price, significantly impacts the determination of the Tender Offer Price, or any other event as specified in the relevant regulations. Nevertheless, the determination of final Tender Offer Price will be in accordance with the criteria set forth in the Notification of the Capital Market Supervisory Board No. Tor Jor. 12/2554.

5.3 Name of financial advisor of the offeror

Kasikorn Securities Public Company Limited

5.4 Name of independent financial advisor

Jay Capital Advisory Limited

6. Shareholders' distribution

6.1 Top 10 major shareholders as at October 21, 2025

Shareholders	Nationality	Number of Shares	Shareholding Percentage
1. Mr. Pongsak ⁽¹⁾	Thai	1,683,117,432	78.17
2. DB AG SG SES CLT ACC FOR Albula Investment Fund Limited	Singapore	83,188,500	3.86
3. Mr. Theerachai Keeratitechakorn	Thai	73,098,200	3.39
4. Mr. Anucha Kittanamongkolchai	Thai	24,070,000	1.12
5. Mr. Prasit Rakthaisaentawee	Thai	21,567,200	1.00
6. Mr. Tiwa Shintadapong	Thai	18,864,860	0.88
7. UBS AG SINGAPORE BRANCH ⁽²⁾	Swiss	13,228,571	0.61
8. Thai NVDR Company Limited	Thai	12,837,321	0.60
9. Mr. Somchai Vijitsangrat	Thai	10,440,000	0.48
10. Mr. Wiroj Kosonthanawong	Thai	7,730,500	0.36

Note: ⁽¹⁾ Comprising of: (1) 1,266,365,032 shares in Mr. Pongsak's own name; (2) 125,000,000 shares through custodian named MORGAN STANLEY & CO. INTERNATIONAL PLC; (3) 125,000,000 shares through custodian named RAFFLES NOMINEES (PTE) LIMITED; and (4) 166,752,400 shares through Eagle Mount

Asia Equities Limited, which is a person acting in concert (Concert Party) with Mr. Pongsak, who holds shares through a custodian named UBS AG SINGAPORE BRANCH.

⁽²⁾ Not held by Mr. Pongsak

Source: Information derived from Thailand Securities Depository Co., Ltd. and the Company's Form 56-1 One Report for the year 2024

6.2 Number of Shareholders as of October 21, 2025

- Total number of shareholders 6,353 persons, in the amount of 2,153,210,026 shares.
- Total number of minority shareholders who have a holding of not over 5% out of 1,000 of paid-up capital, but not less than 1 board lot: 6,343 persons, in the amount of 223,237,942 shares, representing 10.37 percent of paid-up capital.

We hereby certify that the information contained in this report form is correct and complete in all respects.

Signed

(Mr. Chatchawal Eimsiri)

Authorized director

