



BlueVenture
Group

Invitation to the Annual General Meeting of Shareholders No.4

BlueVenture Group Public Company Limited

Thursday, 23 April 2026, at 2.00 p.m.

**At Victor Club Meeting Room, Floor 8th Sathorn Square Building,
Silom, Bang Rak, Bangkok**

Start the registration at 12.00 p.m.

**For convenience of the registration process, please bring along and present
the “Registration Form” with attached barcode to staffs at the meeting**

- Translation -

25 March 2026

Subject Invitation to the Annual General Meeting of Shareholders No.4

To Shareholders of BlueVenture Group Public Company Limited

Enclosure

1. Copy of the minutes of the Annual General Meeting of shareholders No.3
2. Summary of Important Financial Information and Annual Registration Statement (Form 56-1 One Report) in form of QR Code
3. Profile of directors that has been proposed to appoint as directors
4. Profile of persons that has been proposed to appoint as auditors
5. Profile of independent directors to serve as proxy for shareholders
6. The Company's Articles of Association relating to the Annual General Meeting
7. Documents or Evidence Showing an Identity of Shareholders who are entitled to attend the meeting for registration and voting at the Annual General Meeting of Shareholders
8. Proxy Forms (Form B)
9. Form for Submitting Questions in Advance of the Annual General Meeting of Shareholders
10. Map of the Meeting Venue

The Board of Directors' Meeting of BlueVenture Group Public Company Limited ("Company") No.1/2026, held on 20 February 2026, has resolved to schedule the Annual General Meeting of Shareholders No.4 to be held on Thursday 23 April 2026, at 2:00 p.m. The meeting take place at the Victor Club Meeting Room, Sathorn Square Building, 8th Floor, North Sathorn Road, Silom Subdistrict, Bang Rak District, Bangkok, with the agenda of the meeting as follows:

Agenda 1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders No.3

Objective and Reason:

The Annual General Meeting of Shareholders No.3 was held on 21 April 2025. The Minutes of the Meeting were submitted to the Stock Exchange of Thailand and Ministry of Commerce within 14 days and disclosed on the Company's website. A copy of the Minutes is attached in Enclosure 1.

Board of Directors' Opinion:

The Board of Directors is of the opinion that the Minutes of the Annual General Meeting of Shareholders No.3 which was held on 21 April 2025 were comprehensively and accurately recorded and recommend to propose to the Shareholders' Meeting for approval.

Voting:

The resolution of this agenda requires the majority votes of the shareholders who attended the meeting and cast their votes.

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

Objective and Reason:

The report on the Company's operating performance and financial position arising during the accounting period ended on 31 December 2025 appears in the Annual Registration Statement 2025 (Form 56-1 One Report) in QR Code format, the details appear in Enclosure 2, which was sent to the shareholders together with this invitation letter.

Board of Directors' Opinion:

The Board of Directors has considered and determined that it is appropriate to propose the operating results, ended on 31 December 2025 to the Annual General Meeting of Shareholders No.4 for acknowledgment.

Voting:

This agenda is for acknowledgment and does not require the casting of votes.

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

Objective and Reason:

To be in compliance with Section 112 of the Public Limited Company Act B.E. 2535 (as amended) ("Public Company Act") and Article 49 of the Articles of Association of the Company which prescribe that the Board of Directors has to prepare the Statement of Financial Position and the Comprehensive Profit and Loss Statement of the Company at the end of each fiscal year for proposing to the Annual General Meeting of Shareholders to consider and approve such financial statements every year.

In this regard, the details of financial statements for the year 2025 ended on 31 December 2025 are as shown in the Financial Statements of the Annual Registration Statement 2025 (Form 56-1 One Report) in QR Code format. The details appear in Enclosure 2.

Board of Directors' Opinion:

The Board of Directors has considered and determined that it is appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the financial statements, for the year 2025, ended on 31 December 2025, which have been audited by PricewaterhouseCoopers ABAS Ltd (PWC), and approved by the Audit Committee and the Board of Directors, respectively, in all respects.

Voting:

The resolution of this agenda requires the majority votes of the shareholders who attended the meeting and cast their votes.

Agenda 4. To consider and approve the profit allocation and dividend payment for the year 2025

Objective and Reason:

The Company has the policy to pay dividends at the rate of not less than 40% of net profit from separate financial statements after the deduction of corporate income tax and after appropriation of the statutory reserve as required by law. Dividend payment and dividend rate may differ from this specified rate taking into account the performance, financial position, cash flow, working capital, investment and business expansion plans, market conditions, liabilities and other appropriateness in the future of the Company, including the necessity, and other factors related to the operations and management of the Company, which the Board of Directors deems appropriate. However, such dividend payments must not significantly affect the ordinary course of business of the Company.

In addition, Section 115 of the Public Limited Companies Act and Article 54 of the Company's Articles of Association stipulated that the payment of dividend payments from other types of money other than profits cannot be made. It is prohibited to pay dividends if the Company still has accumulated losses, including Section 116 of the Public Company Act and Article 55 of the Company's Articles of Association stipulated that the Company shall allocate a portion of the annual net profit, as a legal reserve, of not less than 5% of the annual net profit deducted by accumulated loss aggregated (if any) until this legal reserve is not less than 10% of the registered capital.

From the operating results and the financial status under the fiscal year ended on 31 December 2025, the Company has resulted from an accumulative profit of 54,979,082 Baht. The Company has allocated net profit as a legal reserve in the amount of 3,000,000 Baht, which is not less than 5% of the annual net profit after deducting accumulated losses (Separate financial statements), which after the net profit has been allocated as a legal reserve, the Company still has enough profit left to pay dividends.

In this regard, the Company will pay the dividend from the Company's operating result of the year 2025, in the last 6 months of 2025, in cash at the rate of 0.051 Baht per share, which is paid from net profit after corporate income tax payment, at the rate of 20%, the total dividend payment is 22,950,000 Baht. Such dividends will be paid to the shareholders of the Company whose names appear in the shareholders' register book on the record date of 10 March 2026 and the dividend payment date on 20 May 2026. However, the right to receive dividends of the Company is uncertain until it has been approved by the Annual General Meeting of Shareholders No.4

In addition, the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders No.4 to acknowledge the interim dividend payment from the net profit for the first 6 months of 2025 ended

30 June 2025, at the rate of 0.030 Baht per share to shareholders, representing a dividend of 13,500,000 Baht. The Company has already paid interim dividends on 8 September 2025.

Dividend payment information between 2023 and 2025

Year	2023			2024			2025		
Period	1HY	2HY	Total	1HY	2HY	Total	1HY	2HY	Total
Net profit (Million Baht)	24.30	28.17	52.47	30.55	28.12	58.67	24.00	30.98	54.98
Rate per share (Baht)	0.027	0.049	0.076	0.034	0.051	0.085	0.030	0.051	0.081
Total (Million Baht)	12.15	22.05	34.20	15.30	22.95	38.25	13.50	22.95	36.45
Pay-out ratio	50%	78%	65%	50%	81%	65%	56%	74%	66%
Date of Dividend paid	8 Sep 2022	15 May 2023		6 Sep 2023	16 May 2024		8 Sep 2025	20 May 2026	

Board of Directors' Opinion:

The Board of Directors has considered and determined that it is appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the allocation of net profit for the operating result of the year 2025, ended on 31 December 2025, as a legal reserve in the amount of 3,000,000 Baht, representing a rate of not less than 5% of the annual net profit after accumulated losses (Separate financial statements) and consider paying dividends for the operating results of the year 2025, in the last 6 months of 2025, in cash at the rate of 0.051 Baht per share, which is paid from the net profit after corporate income tax at the rate of 20%. The total dividend payment is 22,950,000 Baht, Such dividends will be paid to the shareholders of the Company whose names appear in the shareholders' register book on the record date of 10 March 2026 and set the dividend payment date on 20 May 2026.

Furthermore, the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders No.4 to acknowledge the interim dividend payment from the net profit, for the first 6 months of 2025, at the rate of 0.030 Baht per share to shareholders, totaling to 13,500,000 Baht. The Company has already paid interim dividends on 8 September 2025.

In case that the payment of dividends for the 2025 operating results during the past 6 months would be approved in the Annual General Meeting of Shareholders No.4, the company will pay dividends from net profits in 2025, totaling 36,450,000 baht, representing 66% of net profit after tax and all types of reserves as required by law. Such dividend payment is in accordance with the Company's dividend payment policy.

Voting:

The resolution of this agenda requires the majority votes of the shareholders who attended the meeting and cast their votes.

Agenda 5. To consider and approve the appointment of directors to replace the directors retiring by rotation

Objective and Reason:

Section 71 of the Public Company Act and Article 22 of the Articles of Association of the Company prescribes that, in each Annual General Meeting of Shareholders, one-third (1/3) of the total number of the directors must retire by rotation. In the case that the number of directors cannot divide into 3 parts, the closest number to one-third and the director who has been in office for the longest time shall be retired but eligible to be re-elected as a director. The directors who will be retired in the first and second years after the registration of the Company shall be chosen by drawing lots. For the subsequent years, the director who has been in office for the longest is the one to retire.

The Company currently has a total of 7 directors, of which 3 directors will be due to retire by rotation at the Annual General Meeting of Shareholders No.4 :

- | | |
|-----------------------------------|---|
| 1. Mr.Oran Vongsurapichet | Director, Chairman of the Executive Committee, Member of the Nomination and Remuneration Committee, Member of Investment Committee, Member Information Technology Committee |
| 2. Assoc. Prof. Sarun Chookhiatti | Independent Director, Chairman of the Audit Committee, Member of Risk Management Committee, Member of Investment Committee |
| 3. Mrs. Thitaporn Tarakit | Director, Member of Executive Committee |

Due to Ms. Thitaporn Tarakit having expressed her intention not to renew her term as a Director and Executive Committee upon the expiration of her term, effective from 23 April 2026 onward.

The Nomination and Remuneration Committee (except directors which having conflict of interest in this matter) has considered, selected, and screened qualified persons to be directors by considering that the persons listed above are knowledgeable, experienced and skillful which will benefit the Company's operations. As well as, having qualifications and not having any prohibited characteristics under the Public Company Limited Act B.E. 2535 (as amended) and the Securities and Exchange Act B.E. 2535 (as amended) as well as related notifications and the person holding the position of an independent director is a person who has qualifications as an independent director according to the regulations of the Office of Securities and Exchange Commission and is suitable to hold the position of director and/or independent director of the Company.

The meeting of the Nomination and Remuneration Committee deems it appropriate to propose the directors who retire by rotation as follows;

1. To consider and elect two directors who retire by rotation to resume their positions as directors of the Company for another term, namely:

- Mr.Oran Vongsurapichet Director, Chairman of the Executive Committee, Member of the Nomination and Remuneration Committee, Member of Investment Committee, Member Information Technology Committee
- Assoc. Prof. Sarun Chookhiatti Independent Director, Chairman of the Audit Committee, Member of Risk Management Committee, Member of Investment Committee

2. To consider and elect a new director to replace a director who retires by rotation and does not wish to be reappointed for another term, namely:

- Mr. Takorn Rattanakamolporn Director

Profile of 3 directors nominated to be elected as directors of the Company appeared in Enclosure 3

The Company has provided the right for shareholders to nominate candidates for director's election in advance between 13 November 2025 and 31 January 2026. After the specified period, no shareholder proposed any such matter at this Annual General Meeting No.4

Board of Directors' Opinion:

The Board of Directors (except directors which having conflict of interest in this matter) under the approval of the Nomination and Remuneration Committee, deems appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the appointment of the director who are Mr.Oran Vongsurapichet and Assoc. Prof. Sarun Chookhiatti to be re-elected as the Company's directors for another term. The Board also deems it appropriate to appoint Mr. Takorn Rattanakamolporn as a director of the Company in place of Mrs. Thitaporn Tarakit, who retires by rotation and does not wish to be reappointed.

All three of these directors have passed through the process of screening and undergone a strict and careful consideration that they have qualifications suitable for the Company's business and knowledgeable, experienced and skills which will benefit to the Company's operations, as well as having qualifications and not having any prohibited characteristics under Related rules and regulations. In addition, the Board of Directors considered that Assoc. Prof. Sarun Chookhiatti, the director who is nominated as an independent director, has qualifications in accordance with the law regarding the requirements of independent directors and he will be able to express his opinion independently.

Voting:

The resolution of this agenda requires the majority of the total number of votes of the shareholders who attended the meeting and cast their votes. This agenda will use the method of individual voting.

Agenda 6. To consider and approve the change of authorized directors

Objective and Reason:

Article 34 of the Company's Articles of Association stipulates that two (2) authorized directors must jointly sign and affix the Company's seal to bind the Company. The Board of Directors' meeting or the shareholders' meeting has the authority to determine and amend the list of directors authorized to sign on behalf of the Company.

According to the Company's affidavit, the authorized directors are stated as:

"Mr.Oran Vongsurapichet or Mrs.Thitaporn Tarakit or Mrs.Nawarat Wongthitirat - any two of these three directors shall jointly sign and affix the Company's seal."

However, as Mrs.Thitaporn Tarakit has completed her term and does not wish to be reappointed, she has ceased to be a director and an authorized director of the Company as stated in the affidavit. Therefore, the Board of Directors has approved proposing to the Annual General Meeting of Shareholders No.4 to amend the directors' signing authority as follows:

"Mr.Oran Vongsurapichet and Mrs.Nawarat Wongthitirat shall jointly sign and affix the Company's seal."

Board of Directors' Opinion:

The Board of Directors has considered and determined that it is appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the change of authorized directors

Formerly:

"Any two of the three directors, namely Mr. Oran Vongsuraphichet, Mrs. Thitaporn Tharakit, or Mrs. Nawarat Wongthitirat, shall jointly sign and affix the company's seal."

Change to

"Mr. Oran Vongsuraphichet and Mrs. Nawarat Wongthitirat, shall jointly sign and affix the company's seal."

Voting:

The resolution of this agenda requires the majority of the total number of votes of the shareholders who attended the meeting and cast their votes.

Agenda 7. To consider and approve the remuneration of directors and sub-committees for the year 2026

Objective and Reason:

According to Section 90 of the Public Company Act and Article 35 of the Articles of Association of the Company, the Company shall not pay the remuneration or asset to the directors unless paid in form of directors' remuneration, in accordance with the Company's rules or as decided by the shareholders' meeting

and resolved with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attended the meeting. The directors' remuneration may be determined in a fixed amount or set as specific criteria and may be fixed from time to time or effective until the shareholders' meeting resolves otherwise.

For the criteria and procedures for the remunerations proposal, the Nomination and Remuneration Committee considered the remuneration of the Board of Directors by taking into account the appropriateness and the directors' responsibilities and the Company's overall performance as well as comparing the rates of compensation from businesses that are similar in size to the Company and compared to companies in the same industry as the Company. Including considering the business expansion and profit growth of the Company, which is high enough to attract and retain qualified directors and presented to the Board of Directors for approval and proposed to the Annual General Meeting of Shareholders for further consideration and approval.

The Nomination and Remuneration Committee considered the criteria and procedures for the aforementioned remuneration's proposal. Therefore, it deems to propose the directors' remuneration for the year 2026 as follows:

1) Monetary Remuneration:

Monetary remuneration is divided into monthly remuneration and meeting allowance.

Remuneration (Baht)	2025		2026 (Proposed Year)	
	Chairman	Director	Chairman	Director
Monthly Remuneration				
- Board of Director	20,000	15,000	20,000	15,000
- Executive Committee*	100,000	50,000	100,000	50,000
Meeting allowance**				
- Board of Director	25,000	20,000	25,000	20,000
- Audit Committee	25,000	20,000	25,000	20,000
- The Nomination and Remuneration Committee	20,000	15,000	20,000	15,000
- Risk Management Committee	20,000	15,000	20,000	15,000
- Investment Committee	20,000	15,000	20,000	15,000
- Information Technology Committee	20,000	15,000	20,000	15,000

Remark : * Monthly Remuneration for Executive Committee paid only to directors who are not employees of the Company's affiliates.

** Meeting allowance per time per person and paid only to attendees

2) Other Remuneration:

Other remuneration or other benefits proposed allocation of bonuses to the Board of Directors, in the amount of, not exceeding 700,000 Baht or equal to 1.92% of the dividend paid, which allocated 1.5 portions to the chairman, equivalent to 139,500 Baht, 1 portion per director, equivalent to 93,000 Baht.

Other Remuneration	2025	2026 (Proposed Year)
Chairman	120,000 Baht	139,500 Baht
Director	80,000 Baht	93,000 Baht
Total all year	Not over than 600,000 Baht	Not over than 700,000 Baht

3) Other Benefits:

Other Benefits	2025	2026 (Proposed Year)
Chairman	- None-	- None-
Director	- None-	- None-

Board of Directors' Opinion:

The Board of Directors agreed with the Nomination and Remuneration Committee by considering the appropriateness according to the operating results and business size, together with the duties and responsibilities of the directors and sub-committees. In addition, the comparisons have been made with companies in the same industry. Therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the directors' remuneration and sub-committees of the Company for the year 2026 as detailed above in all respects.

Voting:

The resolution of this agenda requires the majority of not less than two-thirds of the total number of votes of the shareholders who attended the meeting.

Agenda 8. To consider and approve the appointment of the auditor and the determination of the auditor's fee for the year 2026

Objective and Reason:

Section 120 of the Public Company Act and Article 51 of the Articles of Association of the Company provide that the Annual General Meeting of shareholders must appoint the auditors and determines the audit fee of the Company and the auditor who has vacated office has the right to be re-elected.

The Audit Committee has considered selecting the same auditor for the entire group of companies from various qualifications and criteria, including the criteria for rotating auditors in line with international standards according to the rules of the Securities and Exchange Commission (SEC). The auditor according to the name proposed to be appointed above are the auditors who has been approved by the SEC as well as the

Audit firm and auditors do not have any relationship or conflict of interest with the Company/its subsidiaries/managements/major shareholders or person related to the such persons. Thus, they are able to render their opinion independently of the Company's financial statement. In this regard, the company has also considered the appropriateness of the remuneration for auditing as well. Therefore, the Audit Committee considered and appointed PricewaterhouseCoopers ABAS Company Limited (PwC) to be the auditor of the Company because it is considered that based on experience, standards and work efficiency, including expertise in auditing, independence of auditors. An appropriate audit fee is based on a comparison of fees for similar quantities of work charged by other auditing firms at the same professional level. In this regard, The Audit Committee deems it appropriate to propose to the Board of Directors' Meeting to consider and propose to the Annual General Meeting of Shareholders No.4 to consider the appointment of the Company's auditors and determination of the auditor's remuneration and its subsidiaries for the year 2026 with details as follows:

1. **Appoint an auditor** from PricewaterhouseCoopers ABAS Ltd to be the Company and its subsidiaries auditor, for the Year 2026, in which the Company and its subsidiaries use the same auditing firm as listed below:

Auditor's list name	Certified Public Accountant Registration Number	Number of years auditing the Company, subject to shareholders' approval.
1. Miss Sakuna Yamsakul and/or	4906	3 years
2. Mr. Paiboon Tunkoon and/or	4298	3 years
3. Mr. Boonlert Kamolchanokkul	5339	3 years

Whereas one of the auditors has been authorized to audit and express their opinion on the Company's financial statement, in the event that the aforementioned auditors are unable to perform their duties, PwC has been authorized to assign any of its auditors to audit and express their opinion on the Company's financial statements instead. The Profile of persons that has been proposed to appoint as auditors, for the year 2026, the details are shown in Enclosure 4.

If this agenda is approved by the Annual General Meeting of Shareholders No.4, PwC will be working as the auditor of the company in 2026 for the third year.

2. **Determine the audit fee of the Company for the year 2026** (Audit Fee) in the amount, not exceeding, 1,330,000 (One Million Three Hundred and Thirty Thousand) Baht. However, if there is any work other than the regular quarterly and annual auditing (Non-Audit Fee), the Board of Directors is authorized to determine special expenses on a case-by-case basis.

Comparison of audit fees of the Company and the subsidiaries in the past year, as follows:

- Audit fee :

AUDITOR'S REMUNERATION	2025	2026 (Proposed Year)
Audit fee for annual consolidated financial statements and consolidated financial statements of the Company (Baht)	1,250,000	1,330,000
Audit fee for the Subsidiaries (Baht)	1,100,000	1,130,000
Total	2,350,000	2,460,000

Remark: The increase in the audit fee is due to an adjustment in the audit fee related to the consolidated financial statements and the increased scope of audit work.

- Non-Audit fee :

Non-Audit fee	2025	฿ 2026 (Proposed Year)
Non-Audit fee	- None-	- None-

Board of Directors' Opinion:

The Board of Directors under the approval of the Audit Committee deemed appropriate to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the appointment of the proposed list name of the auditors from PricewaterhouseCoopers ABAS Company Limited to be the auditors of the Company and its subsidiaries for the year 2026. Including agreeing to propose to the Annual General Meeting of Shareholders No.4 to consider and approve the audit fee, for the year 2026, in the amount of, not exceeding, 1,330,000 Baht as presented above in all respects.

Voting:

The resolution of this agenda requires the majority of the total number of votes of the shareholders who attended the meeting and cast their votes.

Agenda 9. To Consider Other Matters (if any)

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The Company will publish the invitation letter for the Annual General Meeting of Shareholders No.4, together with the meeting documents and proxy forms on the Company's website. (<https://www.blueventuregroup.co.th>) in advance of the meeting. The shareholders who have the right to attend the Annual General Meeting of Shareholders No.4 must be the shareholders whose names appear in the shareholders' register book (Record Date) on 10 March 2026. In this regard, the Company will organize the meeting to be in line with the Company's Articles of Association in connection with the Annual General Meeting of Shareholders as detailed in Enclosure 6

Shareholders who do not wish to attend the meeting in person may consider appointing the Company's independent directors as their proxies. You can study the information of independent directors for the proxy as per Enclosure 5, whereby the Company has attached a Proxy Form B along with this document Enclosure 8. However, the shareholders can download the proxy form and use Proxy Form A, Form B, or Form C (only in the case of foreign investors who appoint a custodian in Thailand as a proxy as a depository and share custodian) from the website <https://investor.blueventuregroup.co.th/en/downloads/shareholders-meeting> by choosing to use only one type as specified along with attaching documents or evidence of identification of shareholders who are entitled to attend the meeting to register and vote in the Annual General Meeting of Shareholders according to the details shown in Enclosure 7.

Shareholders may send the proxy form, along with the registration documents, in a reply envelope to the Company's address by 5.00 p.m. on 22 April 2026. The Company's address is as follows:

Company Secretary

BlueVenture Group Public Company Limited

100/22, Sathorn Nakorn Tower, 15th Floor, North Sathorn Road, Silom, Bangrak, Bangkok 10500

If any shareholder has questions, that would like the Company to clarify on the issues of the meeting agenda for the Annual General Meeting of Shareholders No.4, may submit their questions in advance by 22 April 2026, at 5.00 p.m. with the proxy form

If shareholders have any further questions regarding matters related to the Annual General Meeting of Shareholders No.4, they may contact the Company Secretary Department at phone number 02-011-8600 #707 or email to companysecretary@blueventuregroup.co.th

The Company would like to take this opportunity to thank all shareholders for your continued support.
Please be informed accordingly,

Yours sincerely

-Signature-

(Mrs. Nawarat Wongthitirat)

Director and Chief Executive Office

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BlueVenture Group Public Company Limited

Minutes of the Annual General Meeting of Shareholders No.3

Monday, 21 April 2025, at 2:00 p.m. at the Victor Club Meeting Room,

Sathorn Square Building, 8th Floor, North Sathorn Road, Silom Subdistrict, Bang Rak District, Bangkok

The meeting started at 2.00 p.m.

Mr. Oran Vongsuraphichet, Chairman of the board of directors, acted as the Chairperson of the meeting (“the Chairperson”) and assigned to Miss Pitsinee Wongpramote, Company secretary as meeting moderator (“the meeting moderator”)

The meeting moderator welcomed the shareholders attending the meeting and reported that there were 34 shareholders attending the meeting (13 attending in person and 21 by proxy) in total of 330,916,903 shares, equivalent to 73.54% of the total registered and paid-up shares of 450,000,000 shares, forming a quorum as specified in the Articles of Association of the Company, which stipulated that the quorum of shareholders must not be less than 25 persons or less than half of the total number of shareholders and having shares altogether, not less than one-third of the total number of shares.

After, there were 13 additional shareholders attending the meeting in person, representing the total of 47 shareholders, holding a total of 332,919,500 shares, or representing 73.98% of the total registered and paid-up shares of 450,000,000 shares.

The meeting moderator introduced the Board of Directors, Management, auditors, and legal advisors who attended the meeting as follows:

Board of Directors

1. Mr.Oran Vongsuraphichet Chairman, Chairman of Executive Committee, Member of the Nomination and Remuneration Committee, Member of Investment Committee, Member of Information Technology Committee
2. Mr.Patara Yongvanich Vice Chairman, Independent Director, Member of the Audit Committee, Chairman of Information Technology Committee
3. Assoc. Prof. Sarun Chookhiatti Independent Director, Chairman of the Audit Committee, Member of Risk Management Committee, Member of Investment Committee

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| 4. Mr. Udomkarn Udomsab | Independent Director, Member of the Audit Committee, Chairman of The Nomination and Remuneration Committee, Chairman of Investment Committee |
| 5. Mrs. Sopa Kanjanarintr | Director, Chairman of Risk Management Committee |
| 6. Mrs. Thitaporn Tarakit | Director and Member of Executive Committee |
| 7. Mrs. Nawarat Wongthitirat | Director, Member of the Nomination and Remuneration Committee, Member of Risk Management Committee, Member of Information Technology Committee, Member of Executive Committee and Chief Executive Officer |

There were a total of 7 directors attending the meeting from a total of 7 directors, accounting for 100%

Board of Directors who were absent from the meeting

-None-

Management team

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|-----------------------------------|---|
| 1. Dr.Suthon Chutiniyomkarn, M.D. | Member of Executive Committee of BlueVenture Group Public Company Limited, Chief Executive Officer of BlueVenture TPA Company Limited |
| 2. Mr. Thanyanop Lausuksringam | Director and General Manager of BlueVenture Actuarial Company Limited |
| 3. Mr. Apichart Lapanalarploy | Director of BlueVenture Tech Company Limited |
| 4. Miss Patcharin Chindachamorn | Vice President Finance & Accounting of BlueVenture Group Public Company Limited and Investor Relations |

Auditors from PricewaterhouseCoopers ABAS Ltd

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|---------------------------------|---------------------|
| 1. Miss Sakuna Yamsakul | Partner and Auditor |
| 2. Miss Noramon Naranonkittikul | Manager |

Company Legal Department

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| 1. Miss Thanyabhaj Chaiphitchayavej | |
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Company Secretary / Meeting recorder

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|------------------------------|--|
| 1. Miss Pitsinee Wongpramote | |
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The Chairperson assigned the meeting moderator to inform the meeting agenda, procedures for conducting the meeting, and voting methods for each agenda as follows:

The agenda of the meeting

- Agenda 1 To consider adopting the Minutes of the Annual General Meeting of Shareholders No.2
- Agenda 2 To acknowledge the Company's operating results of the year 2024
- Agenda 3 To consider and approve the financial statements for the year 2024, ended on 31 December 2024
- Agenda 4 To consider and approve the profit allocation and dividend payment for the year 2024
- Agenda 5 To consider and approve the appointment of directors to replace the directors retiring by rotation
- Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2025
- Agenda 7 To consider and approve the appointment of the auditor and the determination of the auditor's fee for the year 2025
- Agenda 8 To consider other matters (if any)

Procedures for conducting the meeting, including how to vote on each agenda.

1. Voting in the meeting shall be in accordance with the Company's Articles of Association and the Public Company Limited Act, i.e., voting is counted as 1 share for 1 vote. Therefore, each shareholder will have the same number of votes as the number of shares held or proxies. Attendees can only vote in agreement, disagree, or abstain. In this regard, shareholders will receive voting cards at the time of registration.

2. Any shareholder having a special interest in any agenda has no right to vote on that agenda.

3. In voting for every agenda item, the attendee will be asked whether there are objections or abstentions or not. If there is none, the agenda will state that the meeting was unanimously approved as proposed. However, if anyone wishes to oppose or abstain from voting, ask that specific shareholder to fill in the details on the ballot received at the time of registration and ask him to raise your hand for the staff to collect your ballot papers to record your votes. For those who do not object or abstain, the company will assume that you approve as proposed.

4. In the case of shareholders appointing a proxy to attend the meeting on their behalf, voting will be counted as specified by the shareholder in the proxy form submitted to the Company before or at the time of registration. If the shareholder is not specified in the proxy form, Proxies can vote as they see fit.

5. In aggregate scores, disapproval votes, abstention votes, or voided ballots (if any) will be deducted from the total votes, and the remainder shall be considered approval votes.

6. In combining the scores, the votes that disagree or abstention or invalid ballots (if any) will be deducted from the total votes and the rest are considered to be approval votes. [For those who voted in favor of these agenda items please keep your ballot first. and return it to the staffs after the meeting is over]

7. Voting results will be informed to the meeting immediately, on the next agenda, or at the latest, the vote counting results will be announced on every agenda before closing the meeting for convenience and not wasting your time. Each agenda will use the number of shares of the latest attendees in that agenda.

8. Before voting on each agenda, attendees will be given the opportunity to ask questions related to that agenda as appropriate. In this regard, shareholders or proxies who have questions are requested to inform the meeting of their names and surnames before asking questions or expressing opinions. In addition, if shareholders have questions or comments other than those on the agenda being considered, please ask or comment on the other agenda at the end of the meeting.

9. Resolutions of the meeting for each agenda item are as follows:

- Agenda 2 is an agenda for acknowledgment without voting.
- Agenda 1, 3, 4, 5 and 7 must be approved by a majority vote of the total number of shareholders attending the meeting and voting.
- Agenda 6 must be approved with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

10. The company has given shareholders the right to propose agenda items and nominate individuals to be considered for election as the director from 7 November 2024 to 31 January 2025, it appears that no shareholder proposed including not receiving any questions in advance from shareholders.

Additionally, to ensure transparency in this meeting, the Company has engaged Quidlab Co., Ltd., an independent organization, to handle the registration, verification, and vote counting for this meeting. The Company has provided sufficient personnel and technology to facilitate the verification of documents for each shareholder attending the meeting.

The meeting acknowledged the agenda and procedures for conducting the meeting, including voting procedures for each agenda item. The Chairperson then proposed that the meeting consider the following agenda items:

Agenda 1 To consider adopting the Minutes of the Annual General Meeting of Shareholders No.2

The Chairperson informed that the Company held the Annual General Meeting of shareholders No.2 on 25 April 2024 which the Company prepared the minutes of the said meeting within 14 days from the meeting date and had submitted the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by the laws. In addition, the minutes of the meeting have already been published on the Company's website, with details as shown in Enclosure 1.

Therefore, The Board of Directors had an opinion that the minutes of the Annual General Meeting of Shareholders No.2 had been properly and accurately recorded and the Board was of the opinion that it is appropriate to propose the meeting to adopt the minutes accordingly.

The meeting moderator gave shareholders an opportunity to ask additional questions before voting, but no shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution : The meeting unanimously resolved to approve adopting the Minutes of the Annual General Meeting of Shareholders No.1 as proposed above in all respects with the following votes:

Category	Count	Percentage
Approved	332,918,903	100.00
Disapproved	0	0.00
Abstained	0	(Not taken into calculate)
Void ballots	0	(Not taken into calculate)

Remark : This agenda item has 2 additional shareholder attended the meeting, representing a total of 2,002,000 shares.

Agenda 2 To acknowledge the Company's operating results of the year 2024

The Chairperson assigned Mrs. Nawarat Wongthitirat, Chief Executive Officer, to provide information and details of this agenda to the meeting.

Mrs. Nawarat Wongthitirat, Chief Executive Officer, presented to the meeting the report on the Company's financial position and operating results that occurred during the accounting period ended December 31, 2024, which can be summarized as follows:

Results of operations from the consolidated financial statements for the year 2024

(Million baht)

	2022/A	2023/A	2024/A
Revenue from services	439.2 +10%	522.0 +19%	517.6 -1%
Gross profit %Gross profit margin	240.6 55% +6%	271.8 52% +13%	231.5 45% -15%
Operation profit % Operation profit margin	65.2 15% +4%	78.7 15% +21%	59.4 11% -25%
Net Profit %Net profit margin	54.0 12% +8%	69.1 13% +28%	52.1 10% -25%

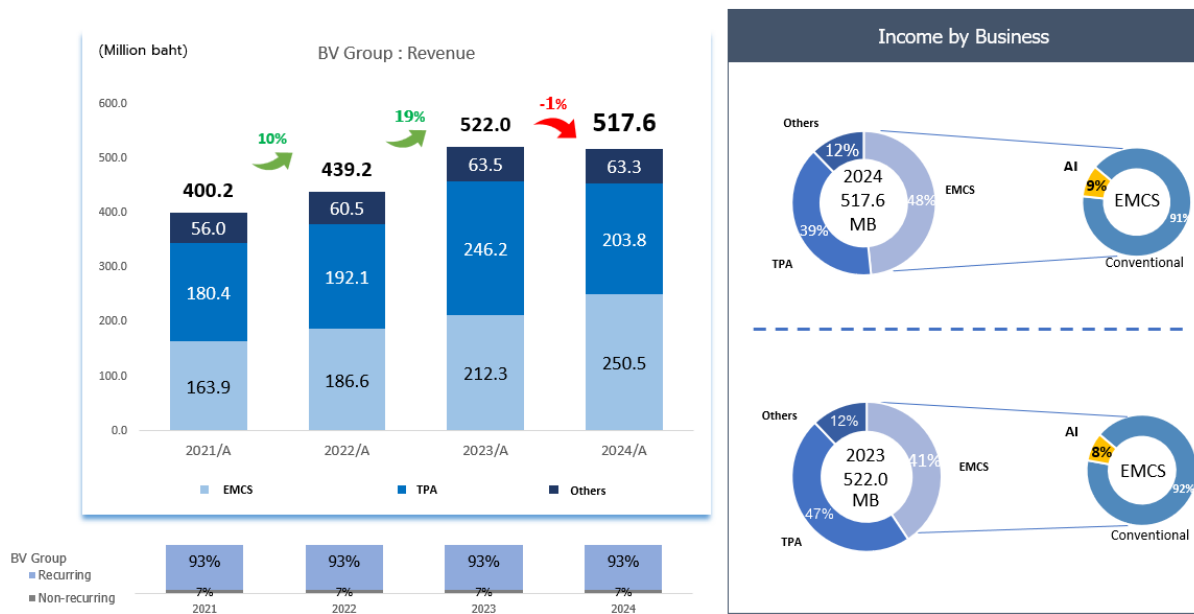
The company had revenue of Baht 517.6 million, decreasing slightly by 1%, consisting of:

- Platform system and application services for automotive insurance business management ("EMCS system") generated revenue of Baht 250.5 million, growing 18% across all services including AI systems.
- Medical benefits and compensation management services, including related consultations through platforms and applications ("TPA services") saw revenue decrease by 18% as the company decided to discontinue services to some customers to manage credit risk. As a result, the company has accelerated efforts to generate new revenue to replace the lost income.

The company had a net profit of Baht 52.1 million, decreasing 25% due to lower gross profit and operating profit.

Revenue breakdown by business group:

Income by Business

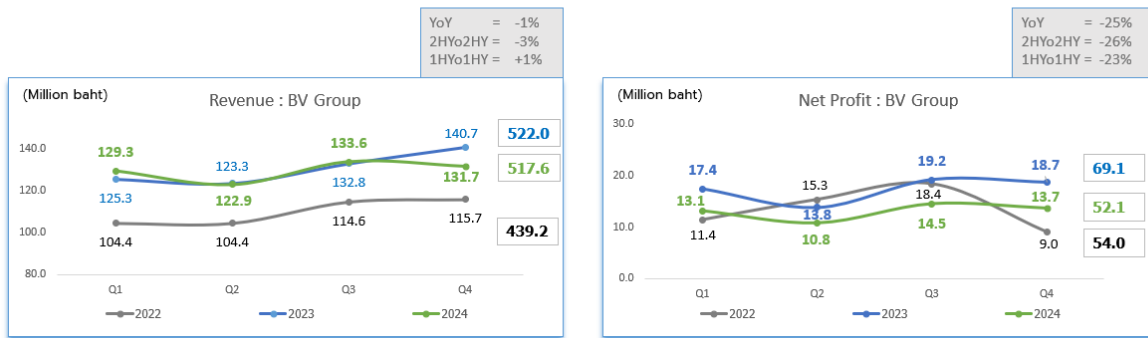


- Revenue from EMCS system services amounted to Baht 250.5 million, increasing by Baht 38.2 million or 18% compared to the previous year due to increased use of EMCS services, expansion of AI services, and service growth from new electric vehicle (EV) dealer groups, corresponding with the current increase in EV sales.
- Revenue from TPA services amounted to Baht 203.8 million, decreasing by Baht 42.4 million or 17% compared to the previous year.
- Revenue from other services amounted to Baht 63.3 million, equivalent to the previous year, with primary revenue coming from TFRS17 services.

Revenue proportion by business shows that EMCS services accounted for 48%, TPA services 39%, and other services 12%. Within EMCS, AI revenue accounted for 9%.

Quarterly revenue and profit details:

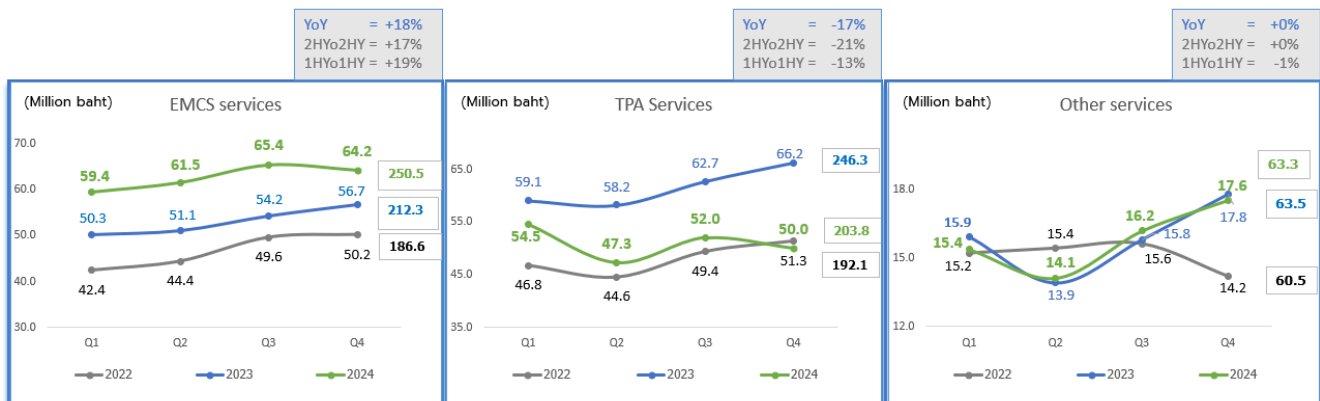
Income & Profit by Quarter



Average revenue ranged from Baht 123 million to Baht 134 million per quarter, with the highest revenue across all services occurring in Q3. Profit averaged between Baht 11 million to Baht 14.5 million per quarter.

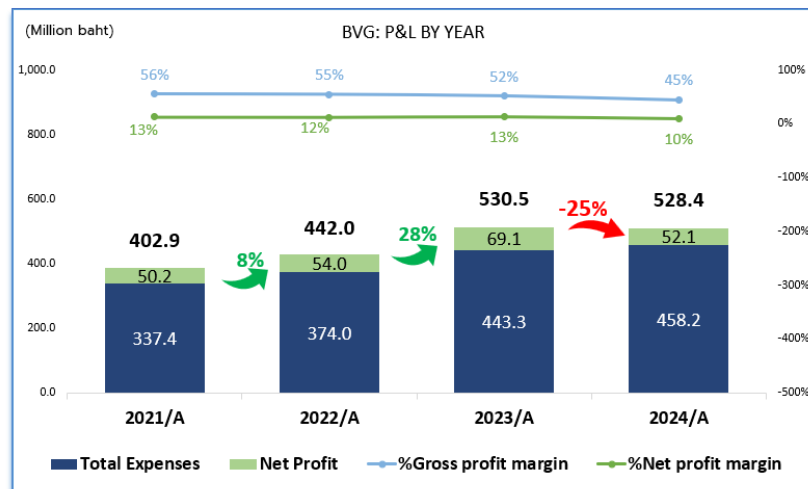
Quarterly revenue by business group:

Income by Quarter 2022-2024



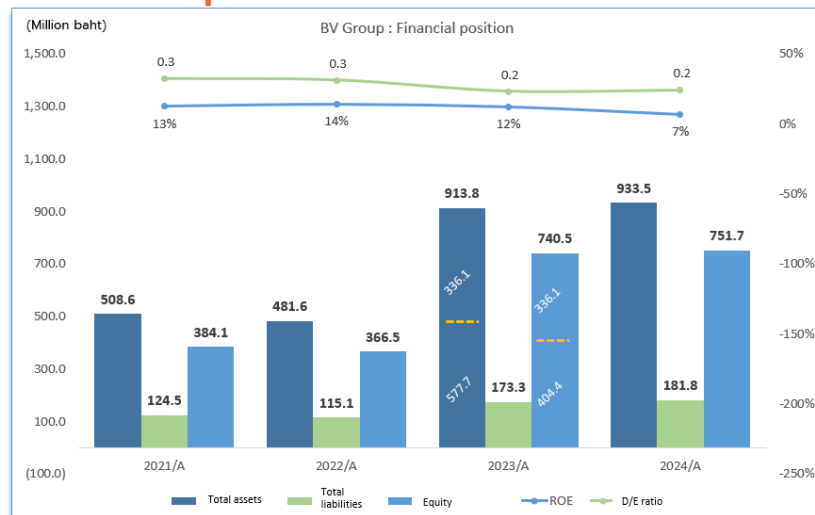
- EMCS system services revenue averaged between Baht 60 million to Baht 65 million per quarter, with growth in every quarter except for a slight decrease in Q4.
- TPA services revenue averaged between Baht 47 million to Baht 54 million per quarter.
- Other services saw growth averaging Baht 15 million, increasing to Baht 17.6 million in Q4 due to successful completion of major projects by subsidiary companies.

Profit and Loss



Operating profit was Baht 52.1 million, a decrease of Baht 17 million or 25% due to the decision to discontinue services to some customers, investment costs for cyber security, one-time expenses from business expansion feasibility studies, and expenses incurred from relocating to a new office.

Financial position



Total assets at the end of 2024 amounted to Baht 933.5 million, an increase of Baht 20 million or 2% compared to the end of 2023. The main components were:

- Intangible assets increased by Baht 31 million due to system development for customer services in both AI and TPA system development.
- Purchase of new servers to enhance service efficiency.
- Office decoration due to office relocation.
- Office building usage rights.

- Cash and investments decreased by Baht 75 million, mainly due to the above-mentioned asset increases.

Total liabilities at the end of 2024 amounted to Baht 181.8 million, an increase of Baht 8 million or 5% compared to the end of 2023. The main components were:

- Lease agreements increased by Baht 9 million.
- Employee benefit reserves increased by Baht 10 million baht.
- Accounts payable for claims disbursement received from insurance companies to pay hospitals or policyholders after successful claim consideration decreased by Baht 11 million.

Shareholders' equity was Baht 751.7 million, an increase of Baht 11 million or 2% compared to the end of 2023.

Return on Equity (ROE) for 2024 was 7%.

The company's business growth strategy is divided into three parts:

- Maintaining leadership in the company's business areas, both EMCS and TPA services, with a focus on increasing service utilization to drive revenue growth.
- Developing AI systems to create new revenue sources.
- Expanding the group's business into the ASEAN region.

Key activities in 2024 were as follows:

1. Platform Growth

■ EMCS Platform

- Voluntary insurance policies increased by 4%, while the number of claims through the EMCS system increased by 12%. The proportion of automotive insurance claims through the EMCS system compared to the total automotive insurance claims in Thailand was 52%
- For partners on the company's platform in 2024, there was an increase of 485 partners, growing by 65% compared to 2023 which had an increase of 293 partners. The growth was primarily in garages and dealers, resulting in a cumulative total of 5,219 partners. The company has benefits from entrance fees and continuous revenue from system usage.

■ TPA Service

- The number of claims in 2024 was 1.13 million, decreasing by 36% compared to 2023 which had 1.76 million claims. This was a direct result of discontinuing services to certain customers to manage credit risk.

- The growth rate of customers in insurance companies, self-insurance, hospitals, and clinics in 2024 increased compared to 2023 by 15%, 121%, and 6% respectively.

- Financial service

- Services provided by BlueVenture Actuarial Co., Ltd. ("BVA") together with BlueVenture Tech Co., Ltd. ("BVTECH") on projects related to accounting standards (TFRS17) for one financial institution and two insurance companies generated revenue of approximately Baht 75 million baht.

2. AI innovation

AI innovations operated by EMCS are in three areas:

- AI Review: AI technology for processing in the repair management process, launched in 2021.
- AI Estimate: AI technology for processing vehicle damage from photographs in the accident reporting process, launched in 2024.
- AI Inspect: AI technology for processing vehicle inspection to support automotive insurance underwriting, with proposals already submitted to several customers.

From AI services, there was a growth rate in 2024 of approximately 150,000 cases, an increase of 43% compared to 2023.

AI innovations operated by BVTPA include:

- AI Claim Assessment Automation: AI technology to support claim assessment by using AI to assist in evaluating various claims, such as for common diseases.

3. Business Expansion

- Data Tech Transformation Co., Ltd.: A newly established company with an initial registered capital of THB 1 million, founded on March 26, 2025. The company was formed as part of a business expansion initiative leveraging innovation and new technologies derived from the expertise of its joint venture partners, namely BlueVenture Group Public Company Limited (holding 35% of shares), Ditto (Thailand) Public Company Limited (holding 35% of shares), Sitem Corporation Co., Ltd. (holding 20% of shares), and Netbay Public Company Limited (holding 10% of shares). The company is currently in the process of preparing to commence operations in its targeted expansion business areas.
- CambodiaRe BlueVenture Co., Ltd. (CRBV) operates a business providing healthcare benefits management services, claims management, and related consulting services through a platform and application in Cambodia. It is a joint venture between the Company (holding 49% of shares) and a Cambodian partner, Cambodian Reinsurance Company (holding 51%

of shares). The company has already commenced providing services to customers and will gradually begin recognizing revenue.

- BlueVenture HCM Co., Ltd. (BVHCM), a subsidiary of BlueVenture TPA Co., Ltd., was established to support the expansion of healthcare service businesses. Its operations focus on patient referral services and providing consultation to customers, particularly foreign clients seeking medical treatment in Thailand. The company has commenced operations and began recognizing revenue in 2024.

Outlook for 2025 is as follows:

1. Growth with Market Trend

- Expand customer base in electric vehicles (EV) segment, including non-electric vehicles (Non-EV)
- Develop AI services to be more efficient, meeting the needs of users and continuously changing market demands.

2. Core Business

- EMCS has set a double-digit revenue growth target.
- BVTPA completed a large special project that began in Q4/2024, along with other new projects coming in 2025, with the goal of compensating for decreased revenue.
- BVA & BVTECH continue to focus on and prioritize IFRS17 projects to successfully deliver work to clients as contracted.

3. Business Expansion

Focus on various operations resulting from business expansion in the company group as previously reported.

The Chairperson added in the meeting that apart from the operating results that have been reported, the company conducts business with consideration to the environment, society, and governance, which is in line with the ESG principles set by the Stock Exchange of Thailand. However, in the past year, there were important developments that the company has undertaken regarding anti-corruption, including:

- Reviewing policies annually
- Having an internal audit department to prepare an annual audit plan, monitor and evaluate, as well as having a good internal control system.
- Reviewing the adequacy of the internal control system, with the Audit Committee assigning the internal audit unit to conduct audits and report directly to the Audit Committee to be presented to the Board of Directors meeting annually.

- Communicating and publicizing to create knowledge and understanding of the policy for those involved with the company and subsidiaries.

- Responsible for overseeing compliance operations and reporting to the Audit Committee
- Monitor and evaluate adherence to the anti-corruption policy. All executives, as well as employees of the Company and its subsidiaries, are required to complete an assessment and achieve the required score to confirm their sufficient knowledge and understanding of this policy.

In addition, the Company would like to mention its consideration of joining the Thai Private Sector Collective Action Against Corruption (CAC). Following the Company's listing as a public company, it is currently in the process of studying the CAC initiative and plans to send personnel for training to gain a deeper understanding of the program. Nevertheless, the Company remains committed to upholding good practices in order to achieve sustainable growth.

Other details appear in the Annual Registration Statement 2024 (Form 56-1 One Report) in the form of a QR Code, details of which are shown in Enclosure 2 that has been sent to all shareholders along with the invitation letter for this meeting.

In this regard, the Board of Directors has considered and deemed it appropriate to propose the report of the Board of Directors regarding the financial position and operating results for the year ended 31 December 2024 to the Annual General Meeting of Shareholders No.3 for acknowledgment as proposed.

After that, the moderator opened an opportunity for shareholders to ask additional questions before voting. In this agenda, shareholders asked questions on various issues, which can be summarized as follows:

Mr. Wuttipong Jariyaphan, a shareholder attending in person, complimented the performance of the EMCS service and asked the meeting about various businesses including EMCS services, TPA services, and other services as follows:

1. EMCS services: Inquired whether there are plans to adjust service fees, and about growth opportunities for the EMCS system going forward.
2. TPA services: Asked about the decline in revenue and the growth of TPA services.
3. Other services: Inquired how the accounting standard (TFRS17) plays an important role in generating Revenue.

The Chairperson, Mrs. Nawarat Wongthitirat, and Suthorn Chutiniyomkarn, M.D. jointly answered the questions as follows:

1. EMCS Services: The company increased per-transaction service fees in 2024-2025 to reflect actual costs. However, the key source of new revenue is expected to be AI technology, which aims to provide customers with enhanced benefits from the company's expanded services. Additionally, other EMCS services show a trend of

increasing revenue due to the expansion of service centers, which are expected to grow further with the increase of EV vehicles in the future.

Currently, the company has approximately 90% market share in insurance policies, while claims processed through the EMCS system account for about 50%. This shows that approximately 40% of usage is through systems other than EMCS. Therefore, a key factor in creating growth in EMCS services is developing our system to demonstrate value and benefits to customers not using the EMCS system, such as implementing AI technology. These customers will likely become increasingly interested in switching to our services.

2. TPA Services: The discontinuation of services to certain customers that resulted in decreased revenue was done to manage credit risk. The customers that BVTPA stopped serving significantly contributed to the revenue decline. However, BVTPA has not been complacent about this issue and has continuously sought new revenue sources from new customers, as evidenced by the increased customer proportion in 2024.

3. Other Services: With the implementation of the new accounting standard (TFRS17), insurance companies and some financial institutions require actuarial services for accounting under this new standard. Therefore, revenue can be divided into two parts:

(1) One-time revenue: Generated from services to new customers. Thailand has begun mandating actuarial services alongside accounting under the new standard this year, and in the next two years, this will begin to be enforced in neighboring countries such as Cambodia.

(2) Revenue from services that will be received regularly in the future.

There were no shareholders asking further questions. The meeting moderator concluded that the meeting acknowledged the report of the Board of Directors regarding the financial position and operating results for the year ended 31 December 2024, as proposed in all respects.

Agenda 3 To consider and approve the financial statements for the year 2024, ended on 31 December 2024

The Chairperson assigned the meeting moderator and Assoc. Prof. Sarun Chookhiatti, Chairman of the Audit Committee to provide information and details of this agenda to the meeting.

The meeting moderator presented to the meeting that, to be in compliance with Section 112 of the Public Limited Company Act B.E. 2535 (as amended) ("Public Company Act") and Article 49 of the Articles of Association of the Company which prescribe that the Board of Directors has to prepare the Statement of Financial Position and the Comprehensive Profit and Loss Statement of the Company at the end of each fiscal year for proposing to the Annual General Meeting of Shareholders to consider and approve.

Assoc. Prof. Sarun Chookhiatti presented to the meeting that the Board of Directors has considered and determined that it is appropriate to propose to the Annual General Meeting of Shareholders No.3 to consider and approve the financial statements, for the year 2024, ended 31 December 2024, which have been

audited by PricewaterhouseCoopers ABAS Company Limited (PwC), and approved by the Audit Committee and approved by the Board of Directors as presented above in all respects. In this regard, the details of financial statements for the year 2024 ended on 31 December 2024 are as shown in the Financial Statements of the Annual Registration Statement 2024 (Form 56-1 One Report) in QR Code format. The details appear in Enclosure 2 which has been sent to all shareholders along with the invitation to this meeting.

The meeting moderator gave shareholders an opportunity to ask additional questions before voting, but no shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution : The meeting considered and unanimously resolved to approve the financial statements for the year 2024 ended 31 December 2024, as proposed in all respects, with the following votes:

Approved	332,919,445	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	(Not taken into calculate)	
Void ballots	0	Vote	(Not taken into calculate)	

Remark : This agenda item had 3 additional shareholders attending the meeting, representing a total of 542 shares.

Agenda 4 To consider and approve the profit allocation and dividend payment for the year 2024

The chairperson assigned the meeting moderator and Mrs. Nawarat Wongthitirat, Chief Executive Officer, to provide information and details of this agenda to the meeting.

The Meeting moderator presented to the meeting that, the Company has the policy to pay dividends at the rate of not less than 40% of net profit from separate financial statements after the deduction of corporate income tax and after appropriation of the statutory reserve as required by law. Dividend payment and dividend rate may differ from this specified rate taking into account the performance, financial position, cash flow, working capital, investment and business expansion plans, market conditions, liabilities and other appropriateness in the future of the Company, including the necessity, and other factors related to the operations and management of the Company, which the Board of Directors deems appropriate. However, such dividend payments must not significantly affect the ordinary course of business of the Company.

In addition, Section 115 of the Public Limited Companies Act and Article 54 of the Company's Articles of Association stipulated that the payment of dividend payments from other types of money other than profits cannot be made. It is prohibited to pay dividends if the Company still has accumulated losses, including Section 116 of the Public Company Act and Article 55 of the Company's Articles of Association stipulated that the Company shall allocate a portion of the annual net profit, as a legal reserve, of not less than 5% of the

annual net profit deducted by accumulated loss aggregated (if any) until this legal reserve is not less than 10% of the registered capital.

Mrs. Nawarat Wongthitirat, Chief Executive Officer presented to the meeting that, from the operating results and the financial status under the fiscal year ended on 31 December 2024, the Company has resulted from an accumulative profit of 58,673,180 Baht. The Company has allocated net profit for the year 2024 ended on 31 December 2024 as a legal reserve in the amount of 3,000,000 Baht, which is not less than 5% of the annual net profit after deducting accumulated losses (Separate financial statements), which after the net profit has been allocated as a legal reserve, the Company still has enough profit left to pay dividends.

The Board of Directors has considered and determined that it is appropriate to propose to the Annual General Meeting of Shareholders No.3 to consider and approve paying dividends for the operating results of the year 2024, in the last 6 months of 2024, in cash at the rate of 0.051 Baht per share, which is paid from the net profit after corporate income tax at the rate of 20%. The total dividend payment is 22,950,000 Baht. Such dividends will be paid to the shareholders of the Company whose names appear in the shareholders' register book on the record date of 7 March 2025 and set the dividend payment date on 16 May 2025.

Furthermore, the Board of Directors deemed it appropriate to propose to acknowledge the interim dividend payment from the net profit, for the first 6 months of 2024, at the rate of 0.034 Baht per share to the shareholders, totaling 15,300,000 Baht. The Company has already paid interim dividends on 6 September 2024.

Dividend payment information between 2023 and 2024

	2023		2024	
	first half year	second half year	first half year	second half year
Rate per share (Baht)	0.027	0.049	0.034	0.051
Toal (Baht)	12.15	22.05	15.30	22.95

In case that the payment of dividends for the 2024 operating results during the past 6 months would be approved in the Annual General Meeting of Shareholders No.3, the company will pay dividends from net profits in 2024, totaling 38,250,000 baht, representing 65% of net profit after tax and all types of reserves as required by law. This dividend payment is in line with the Company's dividend payment policy

The meeting moderator gave shareholders an opportunity to ask additional questions before voting

Mr. Chokchai Sakulvisit, a shareholder attending the meeting in person, expressed his opinion that the Company should exercise caution in considering dividend payments, as the dividend payout ratio has increased despite a decline in profits. However, he stated that he had no intention to object to the resolution in any way.

The Chairperson explained to the shareholders that the management team and the Board of Directors have thoroughly considered the company's liquidity position and are confident that it is sufficient to support investment plans over the next 2–3 years. The Chairperson also expressed appreciation for the valuable suggestions and comments provided by the shareholder.

No shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution : The meeting unanimously resolved to approve the allocation of net profit for the year 2024 as a legal reserve and dividend payment for the year 2024 as proposed above in all respects with the following votes:

Approved	332,919,498	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	(Not taken into calculate)	
Void ballots	0	Vote	(Not taken into calculate)	

Remark : This agenda item has 6 additional shareholders attending the meeting, representing a total of 53 shares.

Agenda 5 To consider and approve the appointment of directors to replace the directors retiring by rotation

The Chairperson informed the meeting that, in accordance with good governance practices, the directors who are due to retire by rotation were requested to leave the meeting room prior to the commencement of this agenda item. The Chairperson then invited the moderator to present the matter to the meeting.

The meeting moderator presented to the meeting that, section 7 1 of the Public Company Act and Article 22 of the Articles of Association of the Company prescribes that, in each Annual General Meeting of Shareholders, one-third (1/3) of the total number of the directors must retired by rotation. In the case that the number of directors cannot be divided into 3 parts, the closest number to one-third and the director who has been in office for the longest time shall be retired but eligible to be re-elected as a director. The directors who will be retired in the first and second years after the registration of the Company shall be chosen by drawing lots. For the subsequent years, the director who has been in office for the longest is the one to retire.

The Company currently has a total of 7 directors, of which 2 directors will be due to retire by rotation at the Annual General Meeting of Shareholders No.3 :

1. Mr. Udomkarn Udomsab Independent Director, Audit Committee Member, Chairman of the Nomination and Remuneration Committee, Chairman of the Investment Committee
2. Mrs. Sopa Kanjanarintr Director, Chairman of the Risk Management Committee

The Chairperson proposed to the meeting that, The Board of Directors (except directors which having conflict of Interest In this matter) under the approval of the Nomination and Remuneration Committee, to consider and approve the 2 nominated directors have passed through the process of screening and undergone a strict and careful consideration that they have qualifications suitable for the Company's business and are knowledgeable, experienced and skillful which will benefit to the Company's operations, as well as having qualifications and not having any prohibited characteristics under the related regulations. In addition, the Board of Directors considered that Mr. Udomkarn Udomsab, the director who is nominated as an independent director, has qualifications in accordance with the law regarding the requirements of independent directors and he will be able to express his opinion independently.

The meeting moderator presented to the meeting that the details of the person nominated for election as the Company's director are shown in Enclosure No. 3, which has been sent to all shareholders together with the invitation letter of this meeting. Therefore, the meeting moderator gave shareholders an opportunity to ask additional questions before voting, but no shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution : After consideration, the meeting resolved to approve the appointment of an individual.

5.1 Approved the appointment of Mr. Udomkarn Udomsab to be re-elected for another term with the unanimous vote as follows:

Approved	332,919,498	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	(Not taken into calculate)	
Void ballots	0	Vote	(Not taken into calculate)	

5.2 Approved the appointment of Mr. Mrs. Sopa Kanjanarintr to be re-elected for another term with the unanimous vote as follows:

Approved	332,919,498	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	(Not taken into calculate)	
Void ballots	0	Vote	(Not taken into calculate)	

Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2025

The Chairperson assigned the meeting moderator and Mr. Udomkarn Udomsab, Chairman of The Nomination and Remuneration Committee, to provide information and details of this agenda to the meeting.

The meeting moderator presented to the meeting that, according to Section 90 of the Public Company Act and Article 35 of the Articles of Association of the Company, the Company shall not pay the remuneration

or asset to the directors unless paid in form of directors' remuneration, in accordance with the Company's rules or as decided by the shareholders' meeting and resolved with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attended the meeting. The directors' remuneration may be determined in a fixed amount or set as specific criteria and may be fixed from time to time or effective until the shareholders' meeting resolves otherwise.

Mr. Udomkarn Udomsab, Chairman of The Nomination and Remuneration Committee presented to the meeting that, for the criteria and procedures for the remunerations proposal, the Nomination and Remuneration Committee considered the remuneration of the Board of Directors by taking into account the appropriateness and the directors' responsibilities and the Company's overall performance as well as comparing the rates of compensation from businesses that are similar in size to the Company and compared to companies in the same industry as the Company. Including considering the business expansion and profit growth of the Company, which is high enough to attract and retain qualified directors and presented to the Board of Directors for approval and proposed to the Annual General Meeting of Shareholders for further consideration and approval.

The Nomination and Remuneration Committee considered the criteria and procedures for the aforementioned remuneration's proposal. Therefore, it deems to propose to pay the directors' remuneration for the year 2025 as follows:

1) Monetary Remuneration

Monetary remuneration is divided into monthly compensation and meeting allowance

Remuneration (Baht)	2024		2025 (Proposed Year)	
	Chairman	Director	Chairman	Director
Monthly Remuneration				
- Board of Director	20,000	15,000	20,000	15,000
- Executive Committee*	100,000	50,000	100,000	50,000
Meeting allowance**				
- Board of Director	25,000	20,000	25,000	20,000
- Audit Committee	25,000	20,000	25,000	20,000
- The Nomination and Remuneration Committee	20,000	15,000	20,000	15,000
- Risk Management Committee	20,000	15,000	20,000	15,000
- Investment Committee	20,000	15,000	20,000	15,000
- Information Technology Committee	20,000	15,000	20,000	15,000

Remark * Monthly Remuneration for Executive Committee paid only to directors who are not employees of the Company's affiliates.

** Meeting allowance per time per person and paid only to attendees

2) Other Remuneration

Other remuneration or other benefits proposed allocation of bonuses to the Board of Directors, in the amount of, not exceeding 600,000 Baht or equal to 1.57% of the dividend paid, which allocated 1.5 portions to the chairman, equivalent to 120,000 Baht, 1 portion per director, equivalent to 80,000 Baht.

Other Remuneration	2024	2025 (Proposed Year)
Chairman	150,000 Baht	120,000 Baht
Director	100,000 Baht	80,000 Baht
Total all year	Not over than 750,000 Baht	Not over than 600,000 Baht

3) Other Benefits:

-None-

The meeting moderator gave shareholders an opportunity to ask additional questions before voting, but no shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution :_After consideration, the meeting resolved with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting to approve the determination of remuneration for directors and subcommittees for the year 2025 as proposed with votes as follows:

Approved	332,919,498	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	Percentage	0.00
Void ballots	0	Vote	Percentage	0.00

Agenda 7 To consider and approve the appointment of the auditor and the determination of the auditor's fee for the year 2025

The Chairperson assigned the meeting moderator and Assoc. Prof. Sarun Chookhiatti, Chairman of the Audit Committee, to provide information and details of this agenda to the meeting.

The meeting moderator presented to the meeting that, section 120 of the Public Company Act and Article 51 of the Articles of Association of the Company provide that the Annual General Meeting of shareholders must appoint the auditors and determines the audit fee of the Company.

Assoc. Prof. Sarun Chookhiatti, Chairman of the Audit Committee, presented to the meeting that the Audit Committee considered and appointed PricewaterhouseCoopers ABAS Ltd (PWC) to be the auditor of the Company because it is considered that based on experience, standards and work efficiency, including expertise in auditing, independence of auditors. An appropriate audit fee is based on a comparison of fees for similar quantities of work charged by other auditing firms at the same professional level. In this regard, The Audit Committee deems it appropriate to propose to the Board of Directors' Meeting to consider and propose to the Annual General Meeting of Shareholders No.3 to consider the appointment of the Company's auditors and determination of the auditor's remuneration and its subsidiaries for the year 2025 with details as follows:

1. Appoint an auditor from PricewaterhouseCoopers ABAS Ltd to be the Company and its subsidiaries auditor, for the Year 2025, in which the Company and its subsidiaries use the same auditing firm as listed below:

- | | |
|---------------------------------|--|
| (1) Miss Sakuna Yamsakul | Certified Public Accountant Registration No. 4906 and/or |
| (2) Mr. Paiboon Tunkoon | Certified Public Accountant Registration No. 4298 and/or |
| (3) Mr. Boonlert Kamolchanokkul | Certified Public Accountant Registration No. 5339 |

Whereas one of the auditors has been authorized to audit and express their opinion on the Company's financial statement, in the event that the aforementioned auditors are unable to perform their duties, PWC has been authorized to assign any of its auditors to audit and express their opinion on the Company's financial statements instead. The Profile of persons that has been proposed to appoint as auditors, for the year 2025, the details are shown in Enclosure 4 which has been sent to shareholders in advance along with the notice of the meeting.

PwC and the proposed auditors have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders, or any related persons. Therefore, they are considered independent in auditing and expressing opinions on the Company's financial statements. PwC will be working as the auditor of the company in 2025 for the second year.

2. Determine the audit fee of the Company for the year 2025 (Audit Fee) in the amount, not exceeding, 1,250,000 Baht (The audit fee is divided into 800,000 Baht for the annual financial statements audit and 450,000 Baht for the review of the quarterly financial statements for three quarters.) However, if there is any work other than the regular quarterly and annual auditing (Non-Audit Fee), the Board of Directors is authorized to determine special expenses on a case-by-case basis.

Comparison of audit fees of the Company and the subsidiaries in the past year, as follows:

- Audit fee :

AUDITOR'S REMUNERATION	2024	2025 (Proposed Year)
Annual audit of financial statements	800,000	800,000
Quarterly financial statement review (3 quarters)	450,000	450,000
Audit fee for annual consolidated financial statements (Baht)	1,250,000	1,250,000
Audit fee for the Subsidiaries (Baht)	1,065,000*	1,100,000**
Total	2,315,000	2,350,000

Remark: * Including audit fee of BlueVenture HCM Co., Ltd., which is the service provided by other auditor.

** The proposed audit fee increased from the additional audit services to BlueVenture HCM Co., Ltd., a subsidiary company.

- Non-Audit fee : None

The meeting moderator gave shareholders an opportunity to ask additional questions before voting, but no shareholder raised any question whatsoever. The meeting moderator then asked the meeting to consider and approve the matter as proposed.

Resolution :_The meeting unanimously resolved to approve the appointment of the auditors from PricewaterhouseCoopers ABAS Ltd as proposed to be the auditors of the Company and its subsidiaries for the year 2025 and approved the remuneration for the audit for the year 2025 in the amount not exceeding Baht 1,250,000 as proposed in all respects with the following votes:

Approved	332,919,498	Vote	Percentage	100.00
Disapproved	0	Vote	Percentage	0.00
Abstained	0	Vote	(Not taken into calculate)	
Void ballots	0	Vote	(Not taken into calculate)	

Agenda 8 To Consider Other Matters (if any)

-None-

Remark : This agenda item has 2 additional shareholders attending the meeting, representing a total of 2 shares

The Chairperson provided an opportunity for the shareholders to raise questions at the meeting.

Mr. Kongka Jangjob, a shareholder attending in person, inquired about competitors and growth

strategies for TPA services.

Dr. Suthon Chutiniyomkarn, M.D. answered the meeting that regarding market share in Life and Non-life insurance, there are approximately 80 companies in total, with 40 of them being BVTPA customers. The main competitors of BVTPA are large companies with In-house Claim department that don't use our services. Therefore, it is BVTPA's responsibility to try to propose services to gain more new customers. Additionally, BVTPA has a strategy to expand its network to government hospitals. Currently, the company is implementing a project with the private sector that has the infrastructure to continue this network expansion.

The Chairperson added that life and non-life Insurance Customers have begun to move away from insurance systems due to rising medical costs, switching to self-insured models instead. This has resulted in an increase in market share in this segment, and the growth rate of BVTPA's services in this area has been continuously rising, as reported to shareholders.

Dr. Suthon Chutiniyomkarn, M.D. provided additional information about the new business from BVHCM, established to support business expansion in healthcare services, including patient referral services and customer consultation. In this area, BVHCM leverages the company's advantage of having a medical cost database and an extensive hospital network. BVHCM's main target is medical tourism clients who travel to Thailand for medical treatment. Revenue sources will come from service fees, consultation fees and referral fees. Customers can access services either through sub-agents who refer clients to us or by contacting directly through the company's various network channels. Being established as a company, BVHCM has gained high trust and credibility. In 2024, BVHCM has prepared various operations, such as setting up service systems, and in 2025, shareholders will see more evident revenue.

Mr. Kongka Jangjob further inquired about the new medical expense co-payment regulation and whether it affects the company.

Dr. Suthon Chutiniyomkarn, M.D., explained that the company has not yet been affected by this, as the co-payment implementation this year will only be considered by insurance companies for application in the following year. However, the company has increased caution and is preparing systems to accommodate this co-payment matter.

The Chairperson further clarified that co-payment does not apply to all policies but will be applied under conditions if the frequency and rate of claims exceed the specified conditions. Therefore, in terms of policies, there should be no significant impact, and even with co-payment occurring, the TPA system can still provide services effectively. However, the company will continue to monitor any developments in the future.

Mr. Worapot Ket-aram, a shareholder attending in person, inquired about the growth opportunities for TPA business in the next 3-5 years.

Dr. Suthon Chutiniyomkarn, M.D., answered that the growth opportunity for TPA business must be assessed from the increasing number of insurance policies, which has continuous growth potential, especially in developed and developing countries with relatively large populations. In the next 3-5 years, the company expects that TPA business can generate an average annual revenue growth of no less than double digits, and estimates that service fees received from insurance claim processing will grow at a higher rate than the growth rate of insurance premiums in the market.

Ms. Thippayada Thamwongsakul asked the meeting why the company chose to expand TPA services to Cambodia.

The Chairperson answered that when deciding to invest abroad, having a good partner is crucial. Cambodia Reinsurance Company is the only reinsurance company in Cambodia, with ownership from the government, private sector, and major insurance companies. Investing with a strong partner will help promote CRBV's growth as it continues to expand its network. Additionally, CRBV is the first company to receive a license for TPA operations in Cambodia, allowing it to establish structures and practices quickly, which presents a suitable opportunity to grow in Cambodia.

Mr. Suchin Buddhisarasisa, a proxy from a shareholder, questioned the meeting about whether shareholders can continue to trust and have confidence in the professionalism and transparency of the top management and management team of Blue Venture Group Public Company Limited. This was in light of allegations that top management ignored violations of good corporate governance principles by concealing facts, entering false information in accounting, financial, human resources management system, and violating human rights by unfairly terminating employees, leading to a lawsuit in the Central Labor Court (Black Case No. 1221/2568 dated March 13, 2025, as attached). He claimed these lawsuits and/or future lawsuits affect the reputation and create a negative image, resulting in risks that will remain with the company's business operations. From the issues mentioned above, can shareholders continue to maintain trust and confidence in the professionalism and transparency of the top management and management team of BlueVenture Group Public Company Limited?"

The Chairman inquired whether the phrase "concealing facts, entering false information in accounting, financial and the human resources management system" refers specifically to the accounting and financial systems related to human resource management, and does not pertain to other areas - is that correct?

Mr. Suchin Buddhisarasisa responded: That is correct.

The Chairperson then informed the shareholders that the lawsuit filed with the Central Labor Court is a case between the company and Mr. Suttipong Buddhisarasisa, the son of Mr. Suchin Buddhisarasisa. In the past, Mr. Suttipong Buddhisarasisa was a company employee in the position of senior developer. Therefore, regarding the determination of whether the company acted correctly or not, and whether Mr. Suttipong

Buddhisarasita's damage claims are appropriate, the Chairperson requested that this be left to the judicial process in court, with a mediation scheduled for June 2025.

Mr. Suchin Buddhisarasita expressed his opinion and further asked the meeting: "If the company had treated employees well, the lawsuit would not have occurred. Is the company able to assure and commit to its shareholders that such incidents will not recur in the future?"

Mrs. Nawarat Wongthitirat responded: "As management, I would like to state that the company respects the rights of all parties and is confident that our actions have been grounded in principles of professionalism and transparency. The company is ready to enter the judicial process to prove the facts in court, so that a fair judgment can be rendered. However, the company cannot control the decisions of external parties in exercising their legal rights. Therefore, the company stands fully prepared to proceed through the judicial process, and will submit all pertinent facts and evidence to support a comprehensive and just deliberation by the court.

The Chairperson added: "Regarding lawsuits, no party wants them to occur. The company has been in business for 20 years and has never experienced any litigation. Currently, the group has nearly 400 employees in the organization, and there have been no issues in these matters. The company has a duty to take care of its employees and all sectors in the most appropriate manner."

Mr. Chokchai Sakulwisit, a shareholder attending in person, inquired about the TPA service process. Suthorn Chutiniyomkarn, M.D., answered that the TPA service process involves the following steps:

1. Customer Data Collection
 - When customers purchase insurance policies from insurance companies, their information is uploaded to the TPA system to ensure complete data verification, such as policy types and benefits received by customers
2. Medical Treatment Eligibility Verification
 - When customers seek treatment at hospitals, they can present their insurance cards for the hospital to verify eligibility through the TPA platform
 - Hospitals can check coverage limits, amounts used, and excess amounts that customers must pay themselves
 - Customers can also check their own benefits through the system
3. Pre-Authorization
 - When hospitalization is required, the hospital will submit information to the TPA system to request preliminary treatment approval before the customer is admitted
4. Utilization Management

- While customers are hospitalized, the TPA system manages and verifies the appropriateness of treatments, such as evaluating treatment procedures and service charges incurred
5. Post-Treatment Processing
- When patients are discharged from the hospital, the system confirms treatment information and summarizes the costs incurred
 - If there are expenses to be charged to the insurance company, the system will follow the established procedures
6. Support for Self-Filed Medical Claims
- Customers who have paid for medical expenses themselves can easily upload the required documents via the company's mobile application to facilitate the claim process

Therefore, it is evident that the TPA platform plays a role in managing information and processes covering every step, from beginning to end of health insurance services.

Mrs. Thitaporn Tarakit, a company director, added that some insured individuals may have more than one policy. Therefore, the company maintains data on what coverage the insured has, enabling them to utilize their existing policies effectively. Hospital staff can also verify this information.

Mr. Chokchai Sakulwisit, a shareholder attending in person, further inquired: Based on the 2024 financial statements, cost and expense management figures have increased while revenue is relatively unstable. How does management plan to ensure that the costs and expenses incurred will create long-term competitive advantage for the company?

The Chairperson answered the meeting that the termination of services with a major TPA client led to decreased revenue, while certain expenses had already been incurred. Additionally, looking at the 2024 financial statements, there were several one-time expenses during Q1-2 including studies on new business opportunities and branding efforts. However, upon finding that revenue had decreased, the company delayed investment projects to avoid unnecessary expenses. These decisions were made after careful consideration to prevent subsequent impacts, such as potential future write-offs.

Mr. Kongka Jang-job, a shareholder attending in person, inquired about any limitations or obstacles in using AI systems in EMCS.

Mrs. Nawarat Wongthitirat answered the meeting that regarding AI for automatic approval systems in the automobile insurance claims process, it currently cannot be implemented completely. When auto repair shops submit repair cost estimates, the AI system performs an initial assessment before the insurance company proceeds with claim approval consideration. However, claim approval decisions still require consideration of other factors, such as verifying whether the damage was caused by a previous accident and whether the

insurance policy covers such cases. These issues are beyond the scope of AI assessment. Despite the high accuracy of AI systems, insurance companies remain concerned about allowing AI to fully approve repairs. Therefore, the company has chosen to use AI as a supportive tool alongside human evaluation process.

Mrs. Sopa Kanjanarintr added that insurance companies' expectations for implementing AI technology include helping prevent fraudulent claims. In the future, as AI develops further, it will help approve minor damage claims, which currently require human labor at high costs.

The Chairperson further added that an important perspective in using AI systems is the customer experience. When accidents occur, scheduling with repair shops, price assessments, and price negotiations are rather slow processes. Implementing AI systems represents a new experience that benefits both service users and repair shops. When comparing using services through normal procedures that don't rely on AI versus using AI in various steps, service users will receive a more satisfying customer experience.

The Chairperson asked whether any shareholders wished to raise any questions or express additional comments.

No other business was proposed for consideration. The Chairperson thanked the shareholders for attending the meeting and declared the Annual General Meeting of Shareholders closed.

The Meeting adjourned at 4.30 p.m.

- Signed -

(Mr.Oran Vongsuraphichet)

Chairman / The Chairperson of the meeting

- Signed –

(Miss Pitsinee Wongpramote)

Company secretary / Meeting recorder

**Summary of Important Financial Information and Annual Registration Statement for
the year 2025 (56-1 One Report) in form of QR Code**

BlueVenture Group Public Company Limited

Financial highlights for the year 2025

For the year 2025, BlueVenture Group Public Company Limited and Subsidiaries (“the Group”) reported total service revenues of Baht 593.9 million, representing an increase of approximately Baht 76.3 million, or a growth of 15%, compared to 2024. The Group’s revenue can be categorized by business segments as follows:

- (1) Revenue from motor claim management platform (EMCS platform) provided by BVG amounted to Baht 254.5 million, representing an increase of 2%. This growth was primarily driven by higher service volumes within the Claim Settlement segment, consistent with the growth in voluntary motor insurance policies in 2025, which increased by approximately 2%.
- (2) Revenue from health claim management services (TPA services) provided by BVTPA totaled Baht 238.8 million, an increase of 17%. The increase was mainly due to the commencement of services and revenue recognition from major clients who entered into a contract in late 2024.
- (3) Revenue from other insurance support services provided by other subsidiaries totaled Baht 100.6 million, representing an increase of 59%. The growth was mainly attributable to actuarial consulting services provided by BVA and BVTECH in connection with the first-time adoption of Thai Financial Reporting Standard No. 17 – Insurance Contracts (TFRS 17), as well as the installation of hardware and software systems for a major client in 2025. This engagement is also expected to generate recurring revenue from Maintenance Service Agreements in the future.

As a result, the Group recorded a net profit of Baht 62.7 million for 2025, representing a 20% increase compared to 2024.

(Unit: Thousand Baht)

Operating Results	Consolidate			Saperate		
	2025	2024	%+/-	2025	2024	%+/-
Revenue from services	593,856	517,552	15%	255,382	251,550	2%
Costs and expenses	519,273	458,198	13%	212,958	195,157	9%
Operating profit	74,583	59,354	26%	42,424	56,393	-25%
Other income	5,693	6,923	-18%	22,877	14,976	53%
Profit before tax	80,276	66,277	21%	65,301	71,369	-9%
Net Profit	62,692	52,129	20%	54,979	58,673	-6%
%Net profit margin	11%	10%	5%	22%	23%	-8%
EPS (Baht)	0.14	0.12		0.12	0.13	

Financial position	Consolidate			Saperate		
	31/12/2025	31/12/2024	%+/-	31/12/2025	31/12/2024	%+/-
Total assets	955,528	933,472	2%	747,715	732,599	2%
Total liabilities	179,518	181,775	-1%	69,471	70,841	-2%
Shareholders' equity	776,010	751,697	3%	678,244	661,758	2%

Explanation of key activities in the consolidated financial statements

1. Revenue from Services

- BVG:** In 2025, total revenue of Baht 254.5 million, representing an increase of approximately Baht 4.0 million, or 2%, compared to 2024. Revenue remained at a level close to the previous year, consistent with the increase in the number of motor insurance policies in 2025. The growth was mainly driven by revenue from Claim Settlement services, which accounted for 83% of total revenue and recorded a growth rate of approximately 7%.
- BVTPA:** In 2025, total revenue of Baht 261.5 million, representing an increase of approximately Baht 32.6 million, or 14%, compared to 2024. The increase was mainly attributable to TPA services, which accounted for 92% of total revenue. The growth was driven by a higher volume of claims processed from a major client who entered into a contract in late 2024.

- BVA, BVTECH and BVHCM: In 2025, total revenue amounted to Baht 84.8 million, representing an increase of approximately Baht 41.1 million, or 94%, compared to 2024. The growth was mainly attributable to consulting and actuarial services related to the first-time adoption of Thai Financial Reporting Standard No. 17 – Insurance Contracts (TFRS 17). This included the delivery of TFRS 17 project work, which was a one-time engagement consisting of both hardware and software components. Revenue from this project amounted to Baht 60.0 million in 2025, representing 71% of total revenue.

As a result, for the year 2025, the Group reported total revenue of Baht 593.9 million, an increase of Baht 76.3 million or 15% compared to 2024.

2. Cost of Services and Administrative Expenses

For the year 2025, the Group recorded total costs and expenses of Baht 519.3 million, representing an increase of Baht 61.1 million, or 13%, compared to 2024. The increase was primarily attributable to higher staff costs of Baht 28.8 million resulting from salary adjustments and an increase in headcount during 2025, costs related to the TFRS 17 project amounting to Baht 21.2 million, which were one-time items incurred in 2025, and depreciation expenses of Baht 2.9 million from new servers invested in late 2024 to support customer services.

3. Net Profit

For the year 2025, the Group reported net profit of Baht 62.7 million, representing an increase of Baht 10.6 million, or a growth rate of 20%, compared to 2024.

4. Financial Position

As at 31 December 2025, the Group had total assets of Baht 955.5 million, representing an increase of Baht 22.1 million, or 2%, compared to 31 December 2024. The increase was mainly attributable to the following:

- Cash and investments increased by Baht 35.6 million from operating activities during 2025, partially offset by a decrease in advance claims payments received from insurance companies pending disbursement to hospitals or insured parties.
- Intangible assets increased by Baht 13.4 million, primarily increase in the development of computer software to support customer services, including AI Review, AI Estimate, TPA Core System, and OCR systems.
- Inventories decreased by Baht 10.0 million following the delivery and revenue recognition of the TFRS 17 project during 2025.

Total liabilities amounted to Baht 179.5 million, decreasing by Baht 2.3 million, or 1%, compared to 31 December 2024. The decrease was mainly attributable to the following:

- Advance claims payables, received from insurance companies pending disbursement to hospitals or insured parties, decreased by Baht 4.8 million.
- Other current payables decreased by Baht 11.3 million as a result of payments made to settle outstanding payables during the year.
- Employee benefit obligations increased by Baht 8.3 million due to the additional provision for employee benefits recorded for the year.

Total shareholders' equity amounted to Baht 776.0 million, representing an increase of Baht 24.3 million, or 3%, compared to 31 December 2024. The increase was mainly attributable to the Group's net profit of Baht 62.7 million for 2025, partially offset by other comprehensive loss, net of tax, of Baht 2.0 million, and dividend payments totaling Baht 36.5 million as approved by the shareholders' meeting and the Board of Directors.



Form 56-1 One Report (QR Code)

Profiles of the nominated Candidates for the Election of Directors



Name	Mr.Oran Vongsurapichet
Age	56 years
Proposed Director Position	Director (Nominated for re-election)
Current position	Director / Chairman of the Executive Committee / Member of the Nomination and Remuneration Committee / Member of Investment Committee / Member Information Technology Committee
Date of appointment as a director	23 June 2022
Year of Directorship in Public Company Limited	3 years 11 months (number of service tenures, provided that he is reelected: 6 years 11 months)
Educational background	<ul style="list-style-type: none"> - Doctor of Business Administration, Asian Institute of Technology - Master of Business Administration, Asian Institute of Technology - Bachelor of Business Administration, Sukhothai Thammathirat Open University
IOD Training	<u>Thai Institute of Directors Association (IOD)</u> <ul style="list-style-type: none"> - Director Certification Program (DCP) 230/2016
Skill & Expertise	Possess extensive knowledge and experiences in corporate strategic planning, business management, investment, leadership, and good corporate governance. .
Work experience as a director / Executives in company and other companies	
Position in Company	2024-Present Chairman 2023-Present Investment Committee, Information Technology Committee 2021-Presesnt Chairman of the Executive, Nomination and Remuneration Committee
Position in Other Listed Companies (3 Companies)	2025-Present Chairman, Thaire Life Assurance Public Company Limited 2016-Present Director and Chief Executive Officer, Thai Reinsurance Public Company Limited 2012-Present Director, Falcon Insurance Public Company Limited
Position in Non Listed Companies (11 Companies)	2025-Present Director, Data Tech Transformation Company Limited 2023-Present Director, Cambodia Re Blue Venture Company Limited 2022-Present Director, Sataek Yam Group Company Limited 2022-Present Director, Cha-am Development Corporation Company Limited 2021-Present Secretary-General, General Insurance Association 2021-Present Chairman, BlueVenture TPA Company Limited 2021-Present Director, Thai Insurers DataNet Company Limited 2020-Present Director, Chor Heng Rice Vermicelli Factory Company Limited 2019-Present Director, Erawan Solar Company Limited 2016-Present Director, TKI General Insurance Company Limited 2010-Present Director, Thong Thai Textile Company Limited

Position in Other company that compete with / relate to Company that may cause conflict of interest	Director, Data Tech Transformation Company Limited Director, CambodiaRe BlueVenture Company Limited Chairman, BlueVenture TPA Company Limited	
Holding shares in the Company (including the total shares of spouse and minor children/others holding shares on behalf) <i>Information as of March 10, 2026</i>	I : 10 shares (0.000002%) Spouse : - Minor children : - Total : 10 shares (0.000002%)	
Number of meetings attended in 2025	- AGM 1/1 time (100%) - Board of Directors meeting 4/4 times (100%) - Executive Committee meeting 12/12 times (100%) - Nomination and Remuneration Committee meeting 2/2 times (100%) - Investment Committee meeting 1/1 time (100%) - Information Technology Committee 4/4 (100%)	
Have qualification according to the law and does not have prohibited characteristics according to the announcement of the Capital Market Supervisory Board. and related laws	-Yes-	
Legal disputes in litigation during the past 10 years	-None-	
Family relationship between directors and executives	-None-	
Family relationship with executives or major shareholders	-None-	
Relationship with the company/subsidiaries/associated companies/or juristic persons that may have conflicts at present or in the past 2 years	-Yes-	
Being directors who are involved in the management, employees or consultants who receive regular salary	-None-	
Being a professional service provider such as an auditor, legal advisor	-None-	
Significant business relationship that may result in inability to act independently	-None-	

Profiles of the nominated Candidates for the Election of Directors



Name	Assoc. Prof. Sarun Chookhiatti
Age	56 years
Proposed Director Position	Independent Director / Chairman of the Audit Committee (Nominated for re-election)
Current position	Independent Director / Chairman of the Audit Committee / Director of Risk Management Committee / Investment Committee
Date of appointment as a director	23 June 2022
Year of Directorship in Public Company Limited	3 years 11 months (number of service tenures, provided that he is reelected: 6 years 11 months)
Educational background	<ul style="list-style-type: none"> - Master of Science, Business Technology (Accounting Information Systems), Chulalongkorn University - Master of Accounting, Thammasat University - Bachelor of Accounting (Accounting Information Systems), Chulalongkorn University
IOD Training	<u>Thai Institute of Directors Association (IOD)</u> <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 130/2016
Skill & Expertise	Possess extensive knowledge and experiences in finance, accounting, risks management, investment and corporate governance
Work experience as a director / Executives in company and other companies	
Position in Company	2023-Present Investment Committee Member 2021-Present Independent Director, Chairman of the Audit Committee, and Risk Management Committee Member
Position in Other Listed Companies (2 Companies)	2022-Present Independent director, Chairman of the Audit Committee, member of nomination and remuneration committee, Maxx World Logistics PCL 2016-Present Chairman of the Audit Committee, Independent Director, and Chairman of the Risk Management Committee, Mitsib Leasing Public Company Limited
Position in Non Listed Companies (5 Companies)	2023-Present Independent Director and Chairman of the Audit Committee, ICE Consulting Co., Ltd. 2022-Present Director, KSP Auditech Co., Ltd. 2018-Present Director, Mod Cons Co., Ltd. 2003-Present Director, Agilitas Co., Ltd. 1995-Present Lecturer, Faculty of Commerce and Accountancy, Chulalongkorn University
Position in Other company that compete with / relate to Company that may cause conflict of interest	-None-

Holding shares in the Company (including the total shares of spouse and minor children/others holding shares on behalf) <i>Information as of March 10, 2026</i>	I : - Spouse : - Minor children : - Total : -	
Number of meetings attended in 2025 <ul style="list-style-type: none"> ▪ AGM ▪ Board of Directors ▪ Audit Committee Meeting ▪ Enterprise risk management committee ▪ Investment Committee 	1/1 times (100%) 4/4 times (100%) 5/5 times (100%) 4/4 times (100%) 1/1 times (100%)	
มีคุณสมบัติตามกฎหมายและไม่มีลักษณะต้องห้ามตามประกาศของคณะกรรมการกำกับตลาดทุน และกฎหมายที่เกี่ยวข้อง	-ใช่-	
ข้อพิพาททางกฎหมายด้านคดีความในระยะเวลา 10 ปี ที่ผ่านมา	-ไม่มี-	
ความสัมพันธ์ทางครอบครัวระหว่างกรรมการและผู้บริหาร	-ไม่มี-	
ความสัมพันธ์ทางครอบครัวกับผู้บริหารหรือผู้ถือหุ้นรายใหญ่	-ไม่มี-	
ความสัมพันธ์กับบริษัท/บริษัทย่อย/ บริษัทร่วม/ หรือนิติบุคคลที่อาจมีความขัดแย้งในปัจจุบัน หรือในช่วง 2 ปีที่ผ่านมา	-ไม่มี-	
เป็นกรรมการที่มีส่วนร่วมในการบริหารงาน พนักงาน ลูกจ้าง หรือที่ปรึกษาที่ได้รับเงินเดือนประจำ	-ไม่มี-	
เป็นผู้ให้บริการทางวิชาชีพ เช่น ผู้สอบบัญชี ที่ปรึกษากฎหมาย	-ไม่มี-	
ความสัมพันธ์ทางธุรกิจที่มีนัยสำคัญอันอาจมีผลทำให้ไม่สามารถทำหน้าที่ได้อย่างเป็นอิสระ	-ไม่มี-	

Profiles of the nominated Candidates as the Director to fill the vacant position



Name	Mr. Takorn Rattanakamolporn
Age	44 years
Proposed Director Position	Director (Appointed to fill the vacant position)
Educational background	<ul style="list-style-type: none"> - Master of Business Administration (Finance and Marketing) / Sasin Graduate Institute of Business Administration, Chulalongkorn University - Engineering (Electrical Engineering) / Chulalongkorn University
IOD Training	<p><u>Thai Institute of Directors Association (IOD)</u></p> <ul style="list-style-type: none"> - Director Accreditation Program (DAP 114/2015)
Other training	<ul style="list-style-type: none"> - Digital Assets for Executive CMA Refresher Course - Enterprise Risk Management - Ethical Leadership Program - Workshop on Evaluation Criteria and Indicators for Sustainable Business Management. - Collaborative Leadership Through Connection & Communication
Work experience as a director / Executives in company and other companies	
Position in Other Listed Companies (1 company)	<p>Ditto (Thailand) Public Company Limited :</p> <ul style="list-style-type: none"> -2025-Present Strategic Committee -2018-Present Chairman of group of companies (Acting) / Chairman of Executive Committee -2013-Present Chief Executive Officer / Company's Director
Position in Non-Listed Companies (7 Companies)	<ul style="list-style-type: none"> 2025 – Present Director, Data Tech Transformation Company Limited 2024 – Present Acting Chief Marketing Officer, Siam TC Technology Company Limited 2018 – Present Acting Chief Executive Officer, Siam TC Technology Company Limited 2023 – Present Director, Asset Activator Company Limited 2022 – Present Director, DTX Company Limited 2015 – Present Director, Green Water Engineering Company Limited 2019 – Present Director, Sante Biotech Company Limited
Position in Other company that compete with / relate to Company that may cause conflict of interest	<ul style="list-style-type: none"> 2025 – Present Director, Data Tech Transformation Company Limited

Holding shares in the Company (including the total shares of spouse and minor children/others holding shares on behalf) Information as of 10 March 2026	I : 3,315,000 Spouse : - Minor children : - Total : -
Have qualification according to the law and does not have prohibited characteristics according to the announcement of the Capital Market Supervisory Board. and related laws	-Yes-
Legal disputes in litigation during the past 10 years	-None-
Family relationship between directors and executives	-None-
Family relationship with executives or major shareholders	-None-
Relationship with the company/subsidiaries/associated companies/or juristic persons that may have conflicts at present or in the past 2 years	-Yes-
Being directors who are involved in the management, employees or consultants who receive regular salary	-None-
Being a professional service provider such as an auditor, legal advisor	-None-
Significant business relationship that may result in inability to act independently	-None-

Profile of persons that has been proposed to appoint as the Auditors.

Audit Firm : PricewaterhouseCoopers ABAS Limited

List of auditors :

- | | |
|---------------------------------|--|
| (1) Miss Sakuna Yamsakul | Certified Public Accountant (Thailand) No.4906 and/ or |
| (2) Mr. Paiboon Tunkoon | Certified Public Accountant (Thailand) No.4298 and/ or |
| (3) Mr. Boonlert Kamolchanokkul | Certified Public Accountant (Thailand) No.5339 |

Whereas one of the auditors has been authorized to audit and express their opinion on the Company's financial statement, in the event that the aforementioned auditors are unable to perform their duties, PricewaterhouseCoopers ABAS Ltd has been authorized to assign any of PricewaterhouseCoopers ABAS Ltd auditors to audit and express their opinion on the Company's financial statements instead. The Profile of persons that has been proposed to appoint as auditors, for the year 2026.

Brief profiles of the auditor:



Sakuna Yamsakul, CPA

Partner

+66 89 110 6321 | sakuna.yamsakul@pwc.com

Core expertise

- External audit
- Finance and accounting

Industry experience

- Life and General Insurance
- Banking and capital market

Years of experience

- 32

Education and qualifications

- Bachelor's degree (Second class honours) – Thammasat University
- Certified Public Accountant (Thailand)
- Member – Federation of Accounting Professions (FAP)
- Member of Ethics subcommittee - FAP

Languages

- Thai – native
- English – intermediate

PwC

Profile

- Sakuna has 32 years experience working with PwC Financial Services Industrial Practice, specialising in banking and capital market and insurance industry.
- Sakuna has extensive experience in providing audit and business advisory services to a wide range of local and multinational clients. She also support the implementation project for new accounting and development for TFRS 9 and TFRS 17.
- Sakuna is also responsible for a portfolio of clients including companies listed on the Stock Exchange of Thailand and subsidiaries of top-tier multinational clients in various industry sectors including banking, broker, insurance, manufacturing, trading, and property development .

Selected experience

Audit and advisory services

Sakuna has been actively involved in due diligence, acquisition process and special assignments. She also has an extensive experience working with regulated entities and addressing complex contractual accounting issues.

Regulatory collaboration

Sakuna was one of team member for the Bank of Thailand project to develop the guidance and standards on securities borrowing and lending and on the structured notes. Her experience of working with regulator, has provided her with a strong understanding of the regulatory environment in the region and in particular the issues facing developing markets in Thailand.

She is a dedicated representative committed to support TFAC's ethical development.



Paiboon Tunkoon

Partner

+66 81 816 9840 | paiboon.tunkoon@pwc.com

Core expertise

- Finance and accounting
- Consulting service (Accounting advice service)
- IPO and M&A

Industry experience

- Banking and Capital Market
- Life and non-life insurers
- Financial services

Years of experience

- 35

Education and qualifications

- Master of Business Administration - Chulalongkorn University
- Diploma in Advanced Auditing - Thammasat University
- Business Administration (Accounting) - Thammasat University
- CPA Thailand

PwC

Profile

- More than 35 years of experience in both auditing and consulting services. Paiboon started his career as an auditor in the financial service (FS) group in 1990. Paiboon has robust audit experience in banking and capital markets for a variety of clients – from branches, listed companies, and multinational corporations. He has provided a range of services beyond audit.
- Paiboon also provided consulting service to his clients in various industries including M&A, corporate finance and financial restructuring between 1997 and 2003. Paiboon returned to assurance services in 2003. His key clients at that time included the Stock Exchange of Thailand (SET) Group, Siam Commercial New York Life PCL (Listed) Group (statutory audit and SOX 403 services), DKSH Group (IFRS audit), Alcan Strongpack Packaging Group (Listed), Overseas-Chinese Banking Corporation, Jardine Insurance Broker and Cigna Insurance Group.
- Between 2006 and 2015, Paiboon led and managed key clients as well as operations at PwC Lao and PwC Cambodia. Paiboon started his career as an auditor in the financial service (FS) group in 1990. In 2007, he was seconded to financial advisory services (FAS) for seven years. During that period, he worked on a number of due diligence, business rehabilitation and debt restructuring assignments for both debtors and creditors.
- Currently, Paiboon provides assurance services to a number of large groups of listed companies and IPO clients. He also leads PwC's corporate responsibility, Net Zero and operations.

Relevant experience

- Specialising in audit and advisory, including financial services.
- Specialising in financial services, hospitality, retail and food.
- Experience in Board roles, such as markets (strategies), people and ESG (sustainability).
- Experience leading priority accounts (global and regional audit engagements).



Boonlert Kamolchanokkul, CPA

Partner

Boonlert.kamolchanokkul@pwc.com

Core expertise

- Finance and accounting
- Consulting service (financial services industry)

Industry experience

- Banking and Capital Market
- Life and non-life insurers
- Financial services

Years of experience

- 33

Education and qualifications

- Heriot-Watt University, U.K. - Master of Business Administration
- De Montfort University, U.K. - Bachelor of Arts (First Class Honors) Accounting and Finance
- Association of Chartered Certified Accountants (ACCA), U.K. - Advanced Diploma in Accounting

PwC

Profile

- Boonlert has started his career with Price Waterhouse in Thailand since 1993. During 1997 – 1998, Boonlert was seconded to Price Waterhouse (now PricewaterhouseCoopers) in Sydney primarily in the investment banking sector.
- Currently, Boonlert is a partner of PricewaterhouseCoopers ABAS Limited in Thailand with over 33 years of experience in providing auditing and technical advisory services, specialising in financial services industry.

Working Experiences

- His main areas of technical advice on accounting issues are within the context of Thai and International Financial Reporting Standards, particularly on financial instruments for banks and other financial institutions. Boonlert is the Chief Risk Officer and a member of Firmwide Leadership Team of PwC Thailand.
- He was the Financial Services Leader of PwC Thailand and was the leader of our Risk Management and Quality function for all offices in Laos, Cambodia, Malaysia, Thailand and Vietnam responsible for the oversight of proper application and implementation of audit and ethical standards, compliance with policies and procedure of our risk management policies and quality control procedures. He was also a member of Management Board and Assurance Management Team during 2004 – 2020, and the Office Managing Partner of PwC Cambodia during 2012 – 2016.
- Boonlert is also the Chief Risk Officer and a member of Firmwide Leadership Team of PwC Thailand.

Profile of the independent directors who act as a shareholder proxy



Name	Mr. Udomkarn Udomsab
Age (Year)	49
Address	100/22, Sathorn Nakorn Tower, 15th Floor, North Sathorn Road, Silom, Bangrak, Bangkok 10500
Current Position	Independent Director / Member of Audit Committee / Chairman of the Nomination and Remuneration Committee / Chairman of Investment Committee
Director Training Program	<p><u>Thai Institute of Directors Association (IOD)</u></p> <ul style="list-style-type: none"> - Director Accreditation Program (DAP) 183/2021 - Corporate Governance for Capital Market Intermediaries (CGI) 2/2015 - Board Nomination and Compensation Program 16/2023 - Subsidiary Governance Program 3/2022
Education	<ul style="list-style-type: none"> - MBA, Finance: Investment Management, Case Western Reserve University, Weatherhead School of Management, USA - Master of Science in Economics, Policy Economics, University of Illinois at Urbana Champaign, Graduate School of Business, USA - Master of Science in Economic History Student, London School of Economics and Political Science (LSE), University of London, UK - Master of Arts in International Economics and Finance, Chulalongkorn University - Bachelor of Science in Accounting (International Program), Thammasat University
Position in other listed companies	<ul style="list-style-type: none"> - Managing Director, TSFC Securities Public Company Limited - Director, MFC Asset Management Public Company Limited
BVG shareholding	- None -
Illegal Action Record in the past 10 years	- None -
Familial Relationship with the Directors and Executives	- None -
Agenda of this Meeting with Conflict of Interest	- None -
Special Conflict of Interest in this Meeting	- None -
Having the following interests in the company / its parent company/ its subsidiaries / its affiliates or any legal entities which may result in conflict at present or in the past 2 years	
1. Being a director who participates in day-to-day management, an employee, or an advisor who receives regular remuneration	- None -
2. Being a professional service provider (i.e. Auditor, Legal Counsel)	- None -
3. Having significant business relationship which may affect the ability to perform independently	- None -
Meeting Attendance in 2025	
<ul style="list-style-type: none"> ▪ AGM ▪ Board of Directors ▪ Audit Committee Meeting ▪ Nomination and Remuneration ▪ Investment Committee 	<p>1/1 times (100%)</p> <p>4/4 times (100%)</p> <p>5/5 times (100%)</p> <p>2/2 times (100%)</p> <p>1/1 times (100%)</p>

Profile of the independent directors who act as a shareholder proxy



Name	Mr. Udomkarn Udomsab
Age (Year)	49
Address	100/22, Sathorn Nakorn Tower, 15th Floor, North Sathorn Road, Silom, Bangrak, Bangkok 10500
Current Position	Vice Chairman, Independent Director, Audit Committee, Chairman of Information Technology Committee
Director Training Program	<u>Thai Institute of Directors Association (IOD)</u> - Director Certification Program (DCP) 313/2021 - Director Accreditation Program (DAP) 134/2017
Other Training Programs	-None-
Education	- Master of Business Administration, Cornell University - Master of Science (Industrial Engineering), Stanford University - Business of Science (Mechanical Engineering), Cornell University
Position in other listed companies	- 2014-Present Independent Director and Chairman of Audit Committee Humanica Public Company Limited - 2020-Present Independent Director, Member of Audit Committee Ngern Tid Lor Public Company Limited
BVG shareholding	- None -
Illegal Action Record in the past 10 years	- None -
Familial Relationship with the Directors and Executives	- None -
Agenda of this Meeting with Conflict of Interest	- None -
Special Conflict of Interest in this Meeting	- None -
Having the following interests in the company / its parent company/ its subsidiaries / its affiliates or any legal entities which may result in conflict at present or in the past 2 years	
1. Being a director who participates in day-to-day management, an employee, or an advisor who receives regular remuneration	- None -
2. Being a professional service provider (i.e. Auditor, Legal Counsel)	- None -
3. Having significant business relationship which may affect the ability to perform independently	- None -
Meeting Attendance in 2025	
▪ AGM	1/1 (100%)
▪ Board of Directors	4/4 (100%)
▪ Audit Committee Meeting	5/5 (100%)
▪ Information Technology Committee	4/4 (100%)

Articles of Association of
BlueVenture Group Public Company Limited
Relating to the Shareholders Meeting

Chapter 5

Board of Directors

Article 20. The Board of Directors consists of not less than five (5) directors, of whom not less than half (1/2) of the total number of directors must reside in the Kingdom of Thailand and all directors of the company must be qualified and not prohibited by law.

Directors may or may not be shareholders of the company.

Article 21. The shareholders' meeting shall elect directors in accordance with the rules and the following methods

- (1) One shareholder has one (1) vote per one (1) share.
- (2) Each shareholder may use all the votes under (1) to elect one or more persons to be directors. In the case of electing several persons to be directors, the votes cannot be divided for any individual.
- (3) Persons who receive a majority vote of the total number of votes of the shareholders attending the meeting and cast their vote and obtaining the highest number of votes in descending order will be elected as directors equal to the number of directors required or expected at that time. In the event that the elected persons in descending order have equal votes which would otherwise exceed the number of directors required or to be elected at that time. The chairman of the meeting shall have a casting vote.

Article 22. At every Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors shall retire from the office. If the number of directors cannot be divided exactly into three then the number nearest to one-third (1/3) shall retire from office.

Director who retired may be re-elected as director for another term

The directors who will be retired in the first and second years after the registration of that Company shall be drawn up by lottery method. For the subsequent years, the longest position is the one who must vacate his office.

Article 35. The Company shall not pay the remuneration or asset to the directors unless paid in form of directors' remuneration, in accordance with the Company's rules or as decided by the shareholders' meeting and resolved with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. The directors' remuneration may be determined in a fixed amount or set as specific criteria and may be fixed from time to time or effective until the shareholders' meeting resolves otherwise.

The statement in the first paragraph shall not affect the rights of directors appointed from employees or workers of the Company to receive remuneration and benefits as employees or workers of the Company.

Chapter 6

Shareholders' Meeting

Article 39. The board of directors shall convene a shareholders' meeting within four (4) months of the last day of the fiscal year of the Company. This shareholders' meetings shall be called "Annual General Meeting"

The shareholders' meetings other than those specified shall be called "Extraordinary General Meetings of Shareholders". The Board of Directors may call an Extraordinary General Meeting of Shareholders at any time as it is deemed appropriate.

One or several shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total issued shares may at any time jointly subscribe their names in a written notice requesting the board of directors to call an extraordinary meeting, provided that matters and reasons for calling such meeting shall be clearly stated in the said notice. In such case, the board of directors shall convene a shareholders' meeting within forty-five (45) days from the date of the receipt of such notice from the shareholders.

In the case where the board of directors does not convene the meeting within the period specified under paragraph three, the shareholders who have subscribed their names or other shareholders holding shares in the required aggregate number may, by themselves, call the meeting within forty-five (45) days from the end of the period under paragraph three. In this case, such shareholders' meeting shall be deemed to be called by the board of directors, and the Company shall be responsible for any necessary expenses incurred in the course of convening such meeting and shall provide reasonable facilitation.

In the case where, at a shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute

a quorum as prescribed in these Articles of Association, the shareholders under paragraph four shall jointly be responsible to and compensate the Company for the expenses incurred from convening of such meeting.

Article 40. In order to call for a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting specifying the place, date, time, agenda items, and the matters to be proposed to the meeting, must be approved by the Board of Directors' meeting, together with appropriate details stating clearly whether they will be for acknowledgment, for approval, or for consideration, as the case may be, as well as the opinions of the board of directors on the said matters, and shall send the same to the shareholders and the Registrar for their information not less than seven (7) days prior to the date of the meeting. Publication of the notice of the meeting shall also be made in a newspaper for a period of not less than three (3) consecutive days, at least three (3) days prior to the meeting date.

Article 41. The shareholders' meeting may be held by electronic means. The electronic meeting and the standards for maintenance of security for electronic meetings shall comply with the respective laws and regulations.

Article 42. At a shareholders' meeting, the quorum of the meeting shall consist of shareholders or proxies (if any) who represent not less than twenty-five (25) persons or holding in the aggregate not less than one-half (1/2) of the total number of shares sold and must have a holding in aggregate not less than one-third (1/3) of the total number of shares sold. In the case that, at any shareholders' meeting, one (1) hour has passed since the time for which the meeting is scheduled but the number of shareholders attending the meeting has not met the requirements as stated, if the meeting was requested by the shareholders such meeting shall be cancelled. If such meeting was not called by the request of the shareholders, the meeting shall be re-convened and the notice of such meeting shall be sent to shareholders not less than seven (7) days prior to the date of the meeting. The re-convened meeting shall not require a quorum.

Article 43. At a shareholders' meeting, a shareholder may assign any other person to attend and vote on his / her behalf. A proxy form shall be dated and signed by the principal and shall comply with the form as prescribed by the registrar and must be submitted to the Chairman of the board of directors or other person designated by the Chairman, at the meeting venue before the proxy attending the meeting and shall contain the following particulars:

- (1) The number of shares held by the shareholder;
- (2) The name of the proxy.

(3) The meeting for which the proxy is appointed and casting votes

The proxy in accordance with paragraph one may be made through electronic means by using a method that is secure and reliable that it is made by the shareholder. However, in accordance with the rules prescribed by the Registrar and relevant laws.

Article 44. The Chairman of the board of directors shall act as chairman of the shareholders' meeting. If the Chairman of the board of directors is not present at the meeting or cannot perform his duty, the Vice - Chairman of the board of directors shall act as chairman of the meeting. If there is no Vice-Chairman of the board of directors or if he/she is cannot perform his/her duty, the shareholders' meeting shall elect a shareholder present at the meeting to be the chairman of the meeting

Article 45. In casting votes at a shareholders' meeting, each share shall have one (1) share have one (1) vote

Voting shall be made openly, unless at least five (5) shareholders request a secret vote and the meeting resolves accordingly. The method for the secret vote shall be as specified by the chairman of the meeting.

A shareholder who may has the conflict of interest in any matter that will be voted at the meeting, the shareholder shall not vote that matter except voting the agenda of election director.

A resolution of the shareholder meeting shall consist of the following votes;

- (1) In general, a resolution shall be passed by a majority vote of shareholders present at the meeting and casting their votes. In the event of a tied vote, the chairman of the meeting shall have an additional one (1) casting vote.
- (2) To determine the directors' remuneration, a resolution shall be passed by a two-third (2/3) of shareholders present at the meeting and casting their votes
- (3) In the following circumstances, a resolution shall be passed by a vote of not less than threequarters (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.
 - (3.1) To sell or transfer the whole or important parts of the business of the Company to other persons;
 - (3.2) To acquire or accept the transfer of a business of other private companies or public companies by the Company;
 - (3.3) To make, amend, or terminate agreements concerning the lease of all or an important part of the business of the Company, to assign another person to manage the business of the Company, or to merge the business with other persons for the purposes of sharing profits and losses;

- (3.4) To amend the Memorandum of Association or the Articles of Association of the Company;
- (3.5) To increase or decrease the Company's registered capital
- (3.6) To dissolve the Company;
- (3.7) To issuance of debentures of the Company;
- (3.8) To amalgamate the Company's business with another company;
- (3.9) To perform any other act as required by law that require the votes of not less than 3/4 of the number of all the votes of shareholders and the proxies of shareholders who are present at the meeting and have the right to vote shall be taken

Article 46. Matters to be conducted at the Annual General Meeting of Shareholders are as follows:

- (1) Acknowledge the Board of Directors' report showing the Company's operations in the past year.
- (2) To consider and approve the balance sheet or statement of financial position and profit/loss account at the end of the company's fiscal year
- (3) To consider approving the allocation of profit and dividend payment
- (4) To consider the election of new directors to replace those who retire by rotation and determination of remuneration for directors
- (5) To consider the appointment of an auditor and determine the auditor's remuneration
- (6) Other matters

**Documents or Evidence Showing an Identity
of the Shareholder or Proxy Holder Entitled to Attend the Meeting**

Shareholders wishing to attend the meeting at the Company's meeting place shall present the following documents to confirm their right before attending the meeting:

1. Natural Person

1.1 Thai Nationality

- a. In case of attending the meeting in person
 - A valid government-issued identification card, such as an ID card, driver's license, government official card, or state enterprise employee card
- b. In the case of Proxy
 - A proxy form, which completes the details, that has been signed by both the shareholder and the proxy, with a 20-baht stamp duty attached
 - A valid government-issued identification card of a shareholder, such as an ID card, driver's license, government official card, or state enterprise employee card
 - ID card or driver's license or government official card or state enterprise employee card or passport (in case of a foreigner) of the proxy

1.2 Foreign shareholders

- a. In case of attending the meeting in person
 - Passport of the Shareholder
- b. In the case of Proxy
 - A proxy form, which completes the details, that has been signed by both the shareholder and the proxy, with a 20-baht stamp duty attached
 - A copy of the passport of the grantor
 - ID card or driver's license or government official card or state enterprise employee card or passport (in case of a foreigner) of the proxy

2. Juristic Person

2.1 Juristic Person Registered in Thailand

- A proxy form, which completes the details, that has been signed by both the authorized person on behalf of the shareholder and the proxy with the Company's seal (if any) and 20-baht stamp duty attached
- A copy of the Corporate Affidavit issued by the Ministry of Commerce: not more than 6 months before the meeting date with the Company's seal (if any)
- A valid government-issued identification card of an authorized person on behalf of shareholders, such as an ID card, driver's license, government official card or state enterprise employee card or, passport
- ID card or passport (in case of a foreigner) of the proxy which is not expired

2.2 Juristic Person Registered Outside of Thailand

- A proxy form, which completes the details, that has been signed by both the authorized person on behalf of the shareholder and the proxy with the Company's seal (if any) and 20-baht stamp duty attached
- A copy of the Corporate Affidavit
- A valid government-issued identification card of an authorized person on behalf of shareholders, such as an ID card, driver's license, government official card or state enterprise employee card or, passport
- ID card or passport (in case of a foreigner) of the proxy which is not expired

Any copies of documents provided must be certified as true copies and if any of the documents were produced outside of Thailand, such documents or evidence should be notarized by a notary public.

Remark: The Company reserves the right to waive the submission of documents or evidence for identifying the shareholders or authorized person who has the right to attend the meeting, at the Company's sole discretion.

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

Stamp Duty 20 Baht

Written at

Date Month Year

(1) I / We Nationality

Address No. Road Sub-district

District Province Postal Code

(2) Being a shareholder of **BlueVenture Group Public Company Limited**,

Holding the total amount of shares with the voting right of votes as follow:

Ordinary share shares with the voting right of votes

Preferred share shares with the voting right of votes

(3) Do hereby appoint either one of the following persons:

(1) Age Years

Address No. Road Sub-district

District Province Postal Code or

(2) Age Years

Address No. Road Sub-district

District Province Postal Code or

(3) **Mr. Udomkarn Udomsab** Age **49** Years Position **Independent Director**

Address No. **100/22, Sathorn Nakorn Tower, 15th Floor** Road **North Sathorn** Sub-district **Silom**

District **Bangrak** Province **Bangkok** Postal Code **10500** or

(4) **Mr. Patara Yongvanich** Age **49** Years Position **Independent Director**

Address No. **100/22, Sathorn Nakorn Tower, 15th Floor** Road **North Sathorn** Sub-district **Silom**

District **Bangrak** Province **Bangkok** Postal Code **10500**

Only one person above is my/our proxy to attend and vote on my/our behalf at **the Annual General Meeting of Shareholders No.4, on Thursday, 23 April 2026 at 2:00 p.m.** at the Victor Club meeting room (Victor Club), Sathorn Square Building, 8th Floor, North Sathorn Road, Silom Subdistrict, Bang Rak District, Bangkok or at any adjournment thereof to any other date, time and venue or other methods.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

Agenda 1 To consider adopting the Minutes of the Annual General Meeting of Shareholders No.3

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 2 To acknowledge the Company's operating results of the year 2025

- Acknowledgement Agenda, No Voting-

Agenda 3 To consider and approve the financial statements for the year 2025, ended on 31 December 2025

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 4 To consider and approve the profit allocation and dividend payment for the year 2025

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 5 To consider and approve the appointment of directors to replace the directors retiring by rotation

- (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 my/our following instruction:

Directors who is proposed to return to the position for another term

Name of Director **Mr. Oran Vongsuraphichet**.....

- Approve Disapprove Abstain

Name of Director **Assoc. Prof. Sarun Chookhiatti**.....

- Approve Disapprove Abstain

New director who is proposed to replace a director who retires by rotation and does not wish to be reappointed for another term

Name of Director **Mr. Takorn Rattanakamolporn**.....

- Approve Disapprove Abstain

Agenda 6 To consider and approve the change of authorized directors

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 7 To consider and approve the remuneration of directors and sub-committees for the year 2026

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 8 To consider and approve the appointment of the auditor and the determination of the auditor’s fee for the year 2026

- (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 my/our following instruction:
 - Approve Disapprove Abstain

Agenda 9 To Consider Other Matters (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 my/our following instruction:
 - Approve Disapprove Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Proxy Form shall be invalid and shall not be the vote of mine/us as the shareholders.

(6) In the case that I/We did not specify a vote in an agenda or such vote is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider and vote the matter on my/our behalf as the proxy deems appropriate.

For any act performed by the Proxy at the meeting, unless the proxy does not vote as I/We have specified, shall be deemed as such acts had been done by me/us in all respect.

Signed Grantor
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Signed Proxy
 (.....)

Remark:

1. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. The Agenda Re: The election of directors can be elected as a whole set of directors or for individual directors.
3. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form B as attached.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholders of BlueVenture Group Public Company Limited

At the Annual General Meeting of Shareholders No. 4, on Thursday, 23 April 2026 at 2:00 p.m. at the Victor Club meeting room (Victor Club), Sathorn Square Building, 8th Floor, North Sathorn Road, Silom Subdistrict, Bang Rak District, Bangkok or at any adjournment thereof to any other date, time and venue or other methods.

 Agenda No. Subject

(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 my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(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 my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(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 my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(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 my/our following instruction:

Approve Disapprove Abstain

Agenda No. Subject

(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 my/our following instruction:

Approve Disapprove Abstain

Agenda No. To elect directors (continued)

Name of Director

Approve Disapprove Abstain

Name of Director

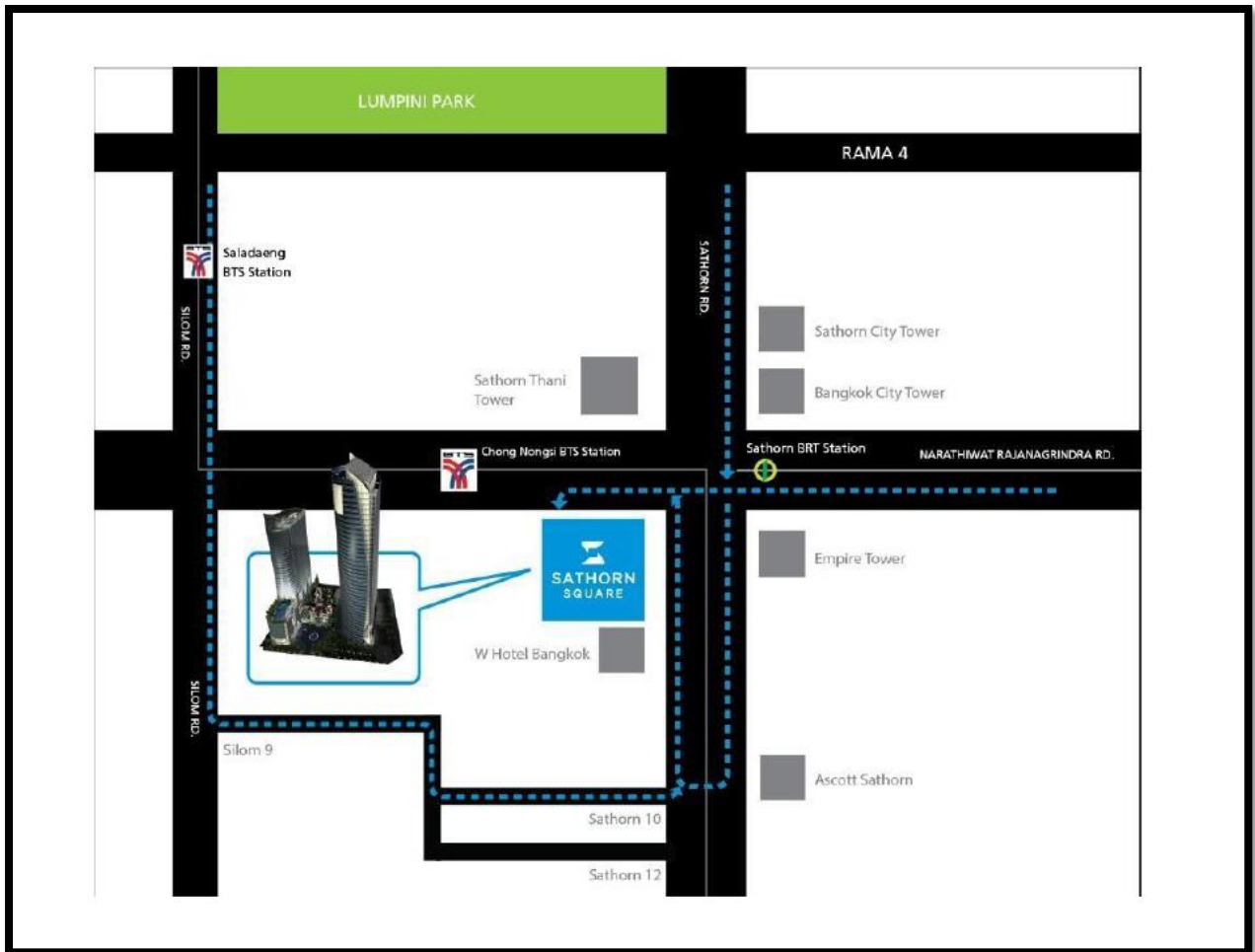
Approve Disapprove Abstain

Submitting Questions in Advance
Annual General Meeting of Shareholders No.4
BlueVenture Group Public Company Limited

BlueVenture Group Public Company Limited is offering shareholders the opportunity to submit questions related to the agenda of the upcoming shareholders' meeting in advance. Shareholders can send their questions to the Company using the following method:

- (1) Shareholders should send their questions along with their contact information, including their name, address, telephone number, and email address (if any), where the shareholders can be contacted. Please include the agenda item for which you have a question and any supporting information related to your question (if any).
- (2) Channel Available for Submitting Questions
 - Sending mail to the Company's address details as follows:
Company Secretary
BlueVenture Group Public Company Limited
100/22, Sathorn Nakorn Tower, 15th Floor, North Sathorn Road, Silom, Bangrak, Bangkok 10500
 - E-mail to Company Secretary: companysecretary@blueventuregroup.co.th
- (3) During the open period, which ends on 22 April 2026, shareholders can submit questions in advance to be asked during the meeting.
- (4) The Company Secretary will collect the submitted questions and present them to the Board of Directors for their consideration
- (5) The Board of Directors will consider answering questions from shareholders during the meeting as appropriate.

Map of Venue of Annual General Meeting



Venue: Victor Club meeting room 2-3, Floor 8th Sathorn Square Building, Office tower No.98, North sathorn road, Silom, Bang Rak, Bangkok

How to get there:

In case of traveling from the BTS SkyTrain Chong Nonsi Station, take Exit 1 or

In case of traveling by private, please use the elevator in the parking lot of the building.

Go up to the 1st floor and go to the ticket counter to go up to the 8th floor.

Contact Phone Number: 02-011-8600



Map and access to the venue