



CHEMEMAN PUBLIC COMPANY LIMITED

บริษัท เคมีแมน จำกัด (มหาชน)

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-Translation-

25 March 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: Shareholders of Chememan Public Company Limited

Attachment: (in the form of URL and QR Code)

1. 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report), including Statement of Financial Position and Statement of Comprehensive Income for the year ended 31 December 2025 (Agendas 1 and 2)
2. Profiles and Work Experience of the Auditors (Agenda 4)
3. Profiles of the Directors Being Proposed for Election (Agenda 5)
4. Profiles of Independent Directors to Serve as Proxies at the 2026 Annual General Meeting of Shareholders and Qualifications of Independent Directors
5. Company's Articles of Association in relation to the Shareholders' Meeting
6. Clarifications on Registration, Casting, Counting and Announcing Votes for the 2026 Annual General Meeting of Shareholders
7. Proxy Forms A, B and C as specified by the Department of Business Development, Ministry of Commerce
8. Privacy Notice for the 2026 Annual General Meeting of Shareholders
9. Map of the meeting venue

The Board of Directors of Chememan Public Company Limited (the "Company") shall hold the 2026 Annual General Meeting of Shareholders ("AGM") on Thursday, 23 April 2026, at 10:00 AM at Asoke 2 Room, Grande Centre Point Terminal 21 Hotel, located at 2 Sukhumvit Soi 19 (Wattana), Sukhumvit Road, Klongtoey Nua, Wattana, Bangkok 10110. The Record Date for shareholders who are eligible to attend the Annual General Meeting of Shareholders was 16 March 2026.

The Company would like to inform that the minutes of the 2025 AGM were submitted to the Stock Exchange of Thailand and the Ministry of Commerce within 14 days from the meeting date and were uploaded on the Company's website since 6 May 2025 for shareholders to review and no shareholders requested any amendments to the minutes. In order to set the 2026 AGM agenda, the Company invited shareholders via its

website to submit any proposed agenda item in advance between 1 November 2025 and 31 January 2026. No additional agenda item was submitted to the Company. The Company would like to announce the following agenda for the 2026 AGM together with opinions of the Board of Directors:

Agenda 1 To acknowledge the Company’s operational results for 2025

Objectives and Rationale

The Company summarized its operational results and significant events in its 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 1) in Attachment 1.

Opinion of the Board of Directors

The Board of Directors recommends acknowledgment of the operational results for 2025, as summarized in the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 1).

Votes Required

As this agenda is for acknowledgement, no voting shall be required.

Agenda 2 To consider and approve the Company’s Statement of Financial Position and Statement of Comprehensive Income for the year ended 31 December 2025

Objectives and Rationale

According to Section 112 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 55 of the Company’s Articles of Association, the Company shall prepare the Statement of Financial Position and Statement of Comprehensive Income at the end of its financial year, which must be audited and certified by a certified public accountant, to propose to the AGM for consideration and approval. Details of the Statement of Financial Position, Statement of Comprehensive Income, and Auditor’s Report are as shown in the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 4) in Attachment 1. A summary of key information from the Consolidated Financial Statements compared with the previous year follows:

Consolidated Financial Statements	Year 2025 (Million Baht)	Year 2024 (Million Baht)
Total assets	6,040.73	6,472.37
Total liabilities	3,310.33	3,925.19
Total shareholders’ equity	2,730.40	2,547.18
Total revenues	3,770.95	3,926.10
Net profits attributable to shareholders of the Company	361.38	251.63
Earnings per share based on net profits attributable to shareholders of the Company (Baht per share)	0.3764	0.2621

Opinion of the Board of Directors

The Company's Financial Statements for the year ended 31 December 2025 were audited and certified by a certified public accountant for accuracy and completeness based on generally accepted accounting principles and reviewed by the Audit Committee and the Board of Directors, which recommends the AGM to approve the financial statements for the year ended 31 December 2025.

Votes Required

This agenda shall be approved by a majority vote of shareholders present at the AGM who cast their votes in accordance with Article 42 of the Company's Articles of Association.

Agenda 3 To consider and approve the allocation of profit as statutory reserves and the dividend payment for 2025

Objectives and Rationale

According to Section 115 and 116 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 50, 51 and 52 of Company's Articles of Association, dividends shall be paid out of profits, and if the Company continues to have accumulated losses, no dividends shall be distributed. Dividend payments shall be approved by the shareholders, and the Company shall allocate not less than 5 percent of its annual net profits less the accumulated loss brought forward (if any) to a reserve fund until this fund attains an amount of at least 10 percent of the registered capital.

Dividend Payment

The Company has a policy to pay dividends of at least 40 percent of its consolidated after tax net profits, taking into consideration the Company's cashflows, financial structure, investment plans, and terms and conditions of various contracts that bind the Company.

In 2025, the Company reported consolidated net profits of Baht 361,083,313. The Board of Directors recommends the AGM to approve a dividend payment for 2025 equal to Baht 0.15 per share, totaling approximately Baht 144,000,000. This represents 39.88% of the consolidated after-tax net profits.

The dividend of Baht 0.0085 per share will be paid from net profits of operations receiving investment privileges from the Board of Investment ("BOI") which are exempt from corporate income taxes, and therefore not subject to withholding taxes. The remaining dividend of Baht 0.1415 per share will be paid from after tax net profits of operations without BOI investment privileges and therefore subject to withholding taxes.

The Record Date for the shareholders who are entitled to receive the proposed dividend for 2025 is 16 March 2026 and the date of payment of the dividend shall be 20 May 2026.

Details of Dividend Payment Compared with last year

Consolidated Financial Statements	2025	2024
Net profits (loss) (Million Baht)	361.08	237.78
No. of paid-up shares (Million Shares)	960	960
Basic earnings per share (Baht/Share)	0.3764	0.2621
Dividend per share (Baht/Share)	0.15	0.12
Dividend payment (Million Baht)	144.00	115.20
Dividend payout ratio (percent) Based on consolidated after tax net profits	39.88	48.45

Statutory Reserves

As the Company has a registered capital of THB 970,000,000, the statutory reserves as required by law equal THB 100,000,000 (equivalent to 10.31% of the registered capital. Therefore, there is no further requirement to allocate any annual net profit to statutory reserves.

Opinion of the Board of Directors

The Board of Directors recommends the AGM to approve the dividend payment for 2025 at the rate of Baht 0.15 per share. The dividend payment rate is in accordance with the Company's dividend payment policy. The Record Date for the shareholders who are entitled to receive the year-end dividend for 2025 was 16 March 2026 and the date of payment of the dividend shall be 20 May 2026.

Votes Required

This agenda shall be approved by a majority vote of shareholders present at the AGM who cast their votes in accordance with the Article 42 of the Company's Articles of Association.

Agenda 4 To consider and approve the appointment of auditors and to fix the audit fee for 2026

Objectives and Rationale

According to Section 120 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 58 of Company's Articles of Association, the AGM shall appoint an auditor and determine the audit fee for the auditor. In addition, the Notification of the Capital Market Supervisory Board stipulates that the Company shall arrange for the rotation of the auditors if the original auditors have reviewed or audited and expressed opinions on the Company's financial statements for 7 accounting years, whether consecutive or not. New auditors under the same audit firm of the original auditors can be appointed.

Audit Committee's Opinion

The Audit Committee considered and selected auditors for 2026 by evaluating the quantity and quality of work, service standards, knowledge, capabilities, experience in auditing, independence of the auditors and team, and

appropriateness of the audit fee. As a result, the Audit Committee recommends the AGM to approve the following:

1. Appointment of the auditors from PKF Audit (Thailand) Limited to be the auditors of the Company for 2026.

The list of auditors shall be as follows:

- | | | |
|----------------------------------|---------------------------------------|--------|
| 1.1 Mr. Supakorn Tangsirirangaun | Certified Public Accountant No. 12145 | and/or |
| 1.2 Mr. Pitinan Lilamethwat | Certified Public Accountant No. 11133 | and/or |
| 1.3 Mr. Udom Thanuratpong | Certified Public Accountant No. 8501 | |

If the aforementioned auditors are unable to perform their duties, PKF Audit (Thailand) Limited shall designate any of its auditors to be the auditor of the Company. Any one of the auditors shall audit and express opinions on the financial statements of the Company.

The qualifications of these 3 auditors are in accordance with the Notification of the SEC Office. They have no relationship and/or interest with the Company or its subsidiaries or executives or major shareholders or any persons related to such individuals that will affect their independence. The appointment of Mr. Supakorn Tangsirirangaun shall be the first fiscal year. The profiles and work experiences of each auditor are shown in Attachment 2.

2. Annual audit fee for 2026, including the audit fee for reports submitted to the Office of the Board of Investment of Thailand, of Baht 2,320,000. The proposed audit fee represents an increase of 3.11% compared to 2025, excluding VAT, non-audit fee, and out-of-pocket expenses that shall be reimbursed based on actual expenses incurred.

Unit : Baht

Audit Fee (Baht) (Excluding VAT)	Year 2026	Year 2025
Audit Firm	PKF Audit (Thailand) Limited	PKF Audit (Thailand) Limited
1. Audit Fee for Company's Annual Separate and Consolidated Financial Statements	1,215,200	1,185,000
2. Audit Fee for Company's Quarterly Separate and Consolidated Financial Statements	954,800	915,000
3. Audit Fee for Report Submitted to the Office of the Board of Investment of Thailand	150,000	150,000
Total Annual Audit Fee	2,320,000	2,250,000
4. Non-Audit Fees	Based on actual payment	Based on actual payment (No non-audit fees this year)

Audit Fee (Baht) (Excluding VAT)	Year 2026	Year 2025
5. Out of pocket expenses	Based on actual payment	Based on actual payment (Amounting to 25,930 Baht)

3. Recommends the AGM to acknowledge that the auditors of the Company's subsidiaries are not from the same audit firm as the auditors of the Company.

Opinion of the Board of Directors

The Board of Directors recommends the AGM to approve the appointment of auditors from PKF Audit (Thailand) Limited to be the auditors of the Company for 2026 and audit fees, including the audit fee for reports submitted to the Office of the Board of Investment of Thailand, for 2026 in the total amount of Baht 2,320,000 (Two Million Three Hundred Twenty Thousand Baht only). The proposed audit fee represents an increase of 3.11% compared to 2025, excluding VAT, non-audit fee, and out-of-pocket expenses that shall be reimbursed based on actual expenses incurred.

Furthermore, the Board of Directors recommends the AGM to acknowledge that the auditors of the Company's subsidiaries are not from the same audit firm as the auditors of the Company.

Votes Required

This agenda shall be approved by a majority vote of shareholders present at the AGM who cast their votes in accordance with the Article 42 of the Company's Articles of Association.

Agenda 5 To consider and elect directors to replace the directors who are retired by rotation

Objectives and Rationale

According to Section 71 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 18 of the Company's Articles of Association, at every AGM, one-third of directors shall retire from their positions. If the number of directors is not a multiple of three, the number nearest to one-third shall retire from the office. Directors retiring from office by rotation may be re-elected. At the AGM, three directors are due to retire by rotation as follows:

- | | |
|--------------------------------|--|
| 1. M.L. Chandchutha Chandratat | Chairman and Director |
| 2. Mr. Adisak Lowjun | Director and Chief Executive Officer |
| 3. Mr. Yarnsak Manomaiphiboon | Independent Director and Member of Audit Committee |

In accordance with good corporate governance and to encourage the participation of shareholders, the Company offered the opportunity for shareholders to nominate any qualified candidates as directors of the Company between 1 November 2025 and 31 January 2026. Details were published on the Company's website and the Stock Exchange of Thailand's website. No shareholder nominated any candidates to be considered for directors of the Company.

Opinion of the Board of Directors

The Board of Directors, excluding the retiring directors, recommends the AGM to appoint 3 directors who are due to retire from office by rotation, namely M.L. Chandchutha Chandratat, Mr. Adisak Lowjun, Mr. Yarnsak Manomaiphiboon, for another term, as such individuals are knowledgeable, capable, experienced and are qualified in accordance with the Public Limited Company Act B.E. 2535 and related Notifications of the Capital Market Supervisory Board, which will benefit the business operations of the Company. The profiles of the directors who are due to retire from office by rotation and being proposed to resume the office for another term are shown in Attachment 3.

For the independent director nominee, the Board of Directors believes that he meets the independent director criteria and can freely express his opinions.

Votes Required

This agenda shall be approved by a majority vote of shareholders present at the AGM who cast their votes in accordance with the Article 42 of the Company's Articles of Association. The voting will be on an individual basis.

Agenda 6 To consider and approve the remuneration of the Board of Directors for 2026

Objectives and Rationale

According to Section 90 of the Public Limited Company Act B.E. 2535 (and its amendment) and Article 33 of Company's Articles of Association, directors are entitled to receive remuneration in the form of salaries, rewards, meeting allowances, gratuities, bonuses, or other benefits which may be fixed or based on prevailing guidelines or until further change by a shareholders meeting. Any employee who becomes a director shall be entitled to receive Board remuneration and benefits in addition to his/her compensation as a Company employee. The Board of Directors recommends the AGM for 1) an increase of the remuneration of the Board of Directors from last year to reflect the additional work and responsibilities placed upon the Board and to be competitive with peer companies, and 2) an approval of the remuneration for the Nomination and Remuneration Committee, in preparation for the establishment of such committee in the future as follows:

Unit : Baht

Directors' remuneration	Year 2026 (Propose to 2026 AGM)	Year 2025 (Approved by 2025 AGM)
1. Monthly Fee - Board of Directors	(Baht per Month)	(Baht per Month)
- Chairman of the Board	36,400	35,000
- Directors	20,800	20,000
2. Board of Directors' Meeting Attendance Fee	(Baht per meeting)	(Baht per meeting)
- Chairman of the Board	26,000	25,000
- Directors	20,800	20,000
3. Audit Committee's Meeting Attendance Fee	(Baht per meeting)	(Baht per meeting)
- Chairman	26,000	25,000
- Directors	20,800	20,000
4. Nomination and Remuneration Committee	(Baht per meeting)	-

Directors' remuneration	Year 2026 (Propose to 2026 AGM)	Year 2025 (Approved by 2025 AGM)
- Chairman of Nomination and Remuneration Committee	20,800	-
- Member of Nomination and Remuneration Committee	15,600	-
5. Other Remuneration		
- Per diem allowances for overseas business travel	Per company's policy	Per company's policy

Opinion of the Board of Directors

The Board of Directors has considered the directors' remuneration in accordance with the Company's policy, criteria, and procedures for proposing remuneration and recommends the AGM to consider and approve the directors' remuneration for the year 2026 at a rate increased by 4% from the current rate approved by the 2025 Annual General Meeting of Shareholders. This adjustment is to reflect the increased responsibilities of the directors, the Company's improved operating performance, and its business expansion, as well as to align with the median remuneration of companies of similar size and in comparable industries. In addition, The Board of Directors recommends the AGM for approval of the remuneration for the Nomination and Remuneration Committee, in preparation for the establishment of such committee in the future.

In 2025, the Company paid total remuneration to the Board of Directors and the Audit Committee of Baht 4,256,000, and total per diem allowances for overseas business travel of Baht 169,219.97. The details are as shown in the Section of Corporate Governance Performance Report in the 2025 Annual Registration Statement / Annual Report (Form 56-1 One Report Section 2 Page 171).

Votes Required

This agenda shall be approved by a vote of no less than two-thirds (2/3) of the total number of votes of shareholders present at the Annual General Meeting of Shareholders in accordance with the Section 90 of the Public Limited Company Act B.E. 2535 (and its amendment).

Agenda 7 To consider the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association of the Company to align with the amendment of the company's objectives.

Objectives and Rationale

To expand the scope of laboratory business operations to achieve broader coverage and support growth across diverse industries, as well as to facilitate activities related to the production, processing, and distribution of fertilizers, raw materials, plant nutrition products, agricultural products, and all types of herbal raw materials and products. Furthermore, to support research, development, and innovation in the fields of engineering, technology, autonomous automotive systems, unmanned vehicles, and other related future businesses.

Opinion of the Board of Directors

The Board of Directors recommends the AGM to consider and approve the amendment of the Company's objectives by amending Clause 51 and the Amendment of the Company's objectives by adding 7 clauses, Clause 52 to Clause 58 and the amendment of Clause 3 of the Memorandum of Association of the Company to align with the amendment of the company's objectives,

7.1 The amendment of the Company's objectives by amending Clause 51, to read as follows:

Current	Amended to
(51) To operate a laboratory business for the analysis of materials and products for the purpose of testing and controlling the quality and properties of any products, chemicals, and other substances.	(51) To operate laboratory businesses providing physical, chemical, and biological testing and analytical services, including the provision of testing services, analytical services, and the issuance of certificates of analysis in relation to the physical, chemical, and biological properties of all kinds of materials and products, including acoustic and vibration testing, testing of mineral composition and purity, testing activities in the field of food sanitation, testing and analysis of agricultural produce and food products, veterinary testing and control relating to the production of animal feed, testing of physical properties and performance characteristics of materials such as strength, thickness, durability, and radioactivity conductivity, as well as testing and measurement of environmental quality indicators, including air and water pollution.

7.2 The Amendment of the Company's objectives by adding 7 clauses, Clause 52 to Clause 58, as follows:

(52) To engage in basic research, applied research, pilot-scale research and development, and demonstration-scale research and development in engineering and technology relating to all kinds of materials and products for the development of new technologies, innovations, and

products; to conduct research and development for the improvement of machinery and equipment; to enhance knowledge derived from research and its subsequent outcomes; to conduct experimental research and development in nanotechnology; to conduct research and development relating to biotechnology, agriculture, herbal products, ingredients, and by-products thereof; to conduct research and development concerning the utilization of living organisms and their products through advanced technologies; to undertake applications and technologies relating to electricity, metal casting, machinery, transportation, marine vessels, aircraft, civil engineering, construction, and other related fields; and to conduct integrated research and development emphasizing engineering and technology.

- (53) To manufacture, import, and export herbal raw materials, including the operation of extraction plants and processing factories for herbal products.
- (54) To engage in the exploration, production, cultivation, collection, and procurement of raw materials from agricultural products, high-energy crops, corn, perennial plants, Napier grass, and other energy crops, including waste materials, for the production of biofuels and biomass fuels; including the purchase, sale, exchange, distribution, and acting as distributor or agent thereof.
- (55) To manufacture, formulate, blend, process, repackage, store, purchase, sell, distribute, import, and export all kinds of fertilizers, soil conditioners, plant nutrients, raw materials, and all types of agricultural products, including related tools, machinery, and equipment, both domestically and internationally; to act as distributor, trading agent, commercial agent, or broker; to provide contract manufacturing services (OEM/ODM); to develop and manage trademarks and brands; to conduct research and development, quality inspection, certification, standard compliance, consultancy, and related technical services; and to undertake any other activities connected with, related to, or supporting the foregoing businesses in all respects.
- (56) To engage in the research, design, development, assembly, manufacture, modification, installation, testing, sale, leasing, servicing, and maintenance of autonomous vehicles, unmanned vehicles, automated transportation systems, and robotic systems; including the development, design, manufacture, installation, and provision of automated control systems, navigation systems, data communication systems, remote control systems, artificial intelligence systems, computer programs, software, digital platforms, data management and analytics systems, as well as system integration services; including the import, export, purchase, sale, and distribution of machinery, equipment, hardware, software, and related technologies of all kinds; and to provide

consultancy, project management, training, certification, and any other activities connected with or supporting the foregoing businesses in all respects.

(57) To engage in inspection, certification, and consultancy services relating to environmental management and sustainability; to provide verification, validation, certification, and assessment services for greenhouse gas (GHG) emissions data, carbon footprint accounting, life cycle assessment (LCA), monitoring, and certification in accordance with environmental, energy, and sustainability standards, both domestically and internationally; including consultancy, research and development, training, technology transfer, and related academic services in accordance with domestic and international standards.

(58) To engage in the manufacture, development, and provision of services relating to industrial machinery and components; to manufacture, assemble, process, design, research, develop, install, test, commission, repair, maintain, improve, modify, purchase, sell, distribute, lease, and rent, as well as import and export, machinery, tools, equipment, components, spare parts, materials, and products for all types of industrial factories; to act as distributor, trading agent, commercial agent, or broker; and to undertake any other activities connected with, related to, or supporting the foregoing businesses in all respects.

7.3 The amendment of Clause 3 of the Memorandum of Association of the Company to align with the amendment of the company's objectives, as follows:

From Clause 3. Company's objectives 51 clauses

Amended to Clause 3. Company's objectives 58 clauses

In this regard, the Board of Directors and/or the authorized director(s) of the Company, and/or any person designated by the Board of Directors or the authorized director(s), shall be empowered to amend, revise, or modify the wording of the Company's objectives and to amend Clause 3 of the Memorandum of Association as deemed necessary and appropriate in order to comply with the order of the public limited company registrar in relation to the registration of the amendment of the Company's objectives with the Ministry of Commerce, and/or any recommendation to revise certain wording in the relevant documents, including having the authority to further delegate such powers."

Votes Required

This agenda shall be approved by a vote of no less than three-fourths (3/4) of total number of votes of shareholders attending the meeting and casting votes, in accordance with Article 42 of the Company's Articles of Association.

Agenda 8 To consider other matters (if any)

Objectives and Rationale

According to Section 105 of the Public Limited Company Act B.E. 2535 (and its amendment), when the AGM considers the entire agenda, shareholders holding shares amounting to not less than one-third of the total number of shares may request the AGM to consider other matters.

Opinion of the Board of Directors

The Board of Directors opens this agenda to shareholders who may wish to inquire and/or express opinions on any matters without resolution. However, if the shareholders would like to propose any matters for consideration and resolution, it shall be in accordance with the rules and conditions of Section 105 of the Public Limited Company Act B.E. 2535 (and its amendment).

The Company would like to invite all shareholders to attend the AGM, which shall open registration from 8:00 AM onwards. If any shareholder is unable to attend the meeting in person, you may appoint a proxy by completing and signing the proxy form. Shareholders may download the proxy form from the Company's website at www.chememan.com and select only one of the prescribed forms, as detailed in Attachment 7. Alternatively, you may request a hard copy of the proxy form via email at IR@chememan.com or by telephone at +66 2 661 9734-8. In this regard, you are kindly requested to submit the completed proxy form to the Company by 17 April 2026 via email at ir@chememan.com or

Company Secretary

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or shareholders may grant a proxy through the E-Proxy Voting system provided by Thailand Securities Depository Company Limited. Shareholders are also able to appoint any independent director of the Company, as listed and detailed in Attachment 4, as their proxies to attend the AGM and cast votes on their behalf.

The Company kindly requests that the shareholder or proxy study the registration procedures and prepare documents as detailed in the clarifications on registration, casting, counting and announcing votes for the AGM as per Attachment 6.

Yours sincerely,

Chememan Public Company Limited

- Chandchutha Chandratat -

(M.L. Chandchutha Chandratat)

Chairman of the Board of Directors