SET GROUP

SET Path

The Trusted Gateway to Inclusive Opportunities

Seamless Infrastructure

Empowering Market Participants

Trusted Marketplace

Purposeful People who Transform

CALENDAR 2027

Posting of CB, CS, CC, and CF Signs

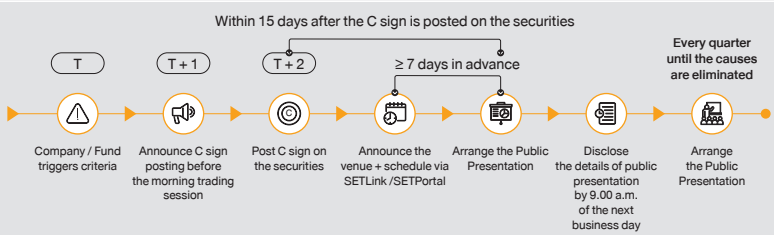


The “Caution” sign consists of “CB” (Business), “CS” (Financial Statements), “CC” (Non-Compliance), and “CF” (Free Float). They are posted on the securities of listed companies, trusts, property funds, and infrastructure funds (“Funds”) to notify investors about the risks in terms of financial position, operating result, financial liquidity, or non-compliance with qualification criteria. Investors are required to purchase such securities through cash balance account. The Stock Exchange of Thailand (SET) will consider removing these signs once the underlying issues are resolved.

Signs	Securities	Criteria for Posting Signs	Key Considerations
CB (Business)	Listed Companies	• The shareholders’ equity < 50% of paid-up capital*	The latest financial statements
		• Net loss for 3 consecutive years, with shareholders’ equity in the latest annual financial statements < 100% of paid-up capital* • Operating Income*** in the latest annual financial statements < THB 100 million (SET) and THB 50 million (mai)	Annual financial statements
		• The regulatory authorities have publicly issued an order for the company to rectify its financial position, temporarily halt its partial operations or suspend business expansion, as these factors significantly impact the financial status and operating results. • The court has accepted the petition for business rehabilitation / bankruptcy. • The listed company or its subsidiary defaults on debt payment to financial institutions or bondholders.** For subsidiary, sign-posting will be considered if the defaults are ≥ 5% of total assets.	Upon the occurrence of an event
	Funds	• Net Investment Loss	Annual financial statements
		• No operating income***	The latest financial statements
		• The court has accepted the petition for business rehabilitation / bankruptcy. • Default on debt payment / Inability to comply with the obligations of the fund****	Upon the occurrence of an event
CS (Financial Statements)	Listed Companies / Funds	• The auditor issues a disclaimer of opinion on the financial statements.	The latest financial statements
		• The SEC has ordered the company to rectify financial statements or arrange a special audit.	Upon the occurrence of an event
CC (Non-Compliance)	Listed Companies	• The listed company has characteristics of an investment company.*****	The latest financial statements
		• The listed company maintains its total assets predominantly or entirely in cash (cash company). • The listed company’s audit committee (AC) has less than 3 members for > 3 months.	Upon the occurrence of an event
	Funds	The fund is in the process of rectifying fund dissolution causes as specified by the SEC, such as: • The value of principal assets, after asset disposal, falls below the threshold set by the SEC. • The number of unitholders is less than 35 unitholders.	Upon the occurrence of an event
CF (Free Float)	Listed Companies	• The listed company’s minority shareholding (free float) is less than 150 shareholders or less than 15% of paid-up capital / Failure to submit the Free Float report.	Upon the occurrence of an event
	Funds	• The free float is less than 15% of the total investment units / Failure to submit the Free Float report (only Trusts and Infrastructure funds).	

Procedures to be taken by listed companies and funds with CB, CS, CC, and CF signs

The listed company and fund are required to arrange a meeting to provide information to the investors and concerned persons (Public Presentation) within 15 days after the CB, CS, CC, or CF sign is posted. In addition, the company and fund have to provide a problem-solving plan and report on their progress to the Board of Directors (BOD) and Audit Committee / Fund manager or Fund supervisor / Trust managers or Trustees for approval. Also, the aforementioned plan and progress must be disclosed through the SET Disclosure System.



* Paid-up capital means paid-up capital after the adjustments of share discount and business restructuring discount.

** The default in bond payments will correspond to signs posted by ThaiBMA such as DP (Default Payment), DNP (Default Not Related to Payment), FP (Failed to Pay), FPG (Failed to Pay with Guarantee).

*** Operating income refers to recurring income generated on a consistent basis that reflects the ability to sustain the core business operations of listed company and Fund.

**** Upon the occurrence of a debt default or receipt demand notice from financial institution, sign designations by ThaiBMA (similar to that applied to listed companies), Defaults value equal or exceeding 5% of the fund’s total assets (excluding debt to financial institution).

***** Investment company means the investments in securities, derivatives or digital assets at a total value exceeding 40% of the total assets according to the recent financial statements or the consolidated financial statements.

MORE INFO. FOR LISTED COMPANY IN THAI

MORE INFO. FOR LISTED COMPANY IN ENGLISH

MORE INFO. FOR FUND IN THAI

MORE INFO. FOR FUND IN ENGLISH

SET GROUP

DECEMBER 2026

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

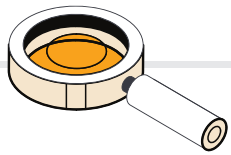
01 JANUARY 2027

FEBRUARY 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28						

SUN	MON	TUE	WED	THU	FRI	SAT
					1 New Year's Day	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31	TFEX : Last Trading Day Japanese Rubber Futures			TFEX : Last Trading Day SET50 Futures & Options, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures		

Disclosure of Material Events of Listed Companies



Type of information and timing of disclosure
(from the date of material event)

Immediately

Disclose immediately
Information about corporate actions or information which affects securities prices, or investment decision-making, or shareholders' benefits, such as:

- Schedule of the date of shareholders' meeting
- Schedule of record date / book closing date (14 days prior to the record date / book closing date)
- Change in shareholding structure
- Capital increase / capital decrease / treasury stock / selling of repurchase share
- Dividend payment or omitted dividend payment / change in par value
- Resignation of managing director / early departure of Audit Committee members / change more than half of Board of Directors
- Amalgamation / Business Dissolution and Liquidation
- Acquisition or disposition of investment in another company resulting in that company becoming or ceasing to be a subsidiary
- Financial risk transactions: Asset Impairment / Expected Credit Losses / Unrefunded Deposits Not Received on Due Date
- Events or indications affecting Internal Control System of Listed Companies
- Defaults on debt payment or failure to comply with legally obligations associated with financial assistance or debt instrument issuance (Events of default)
- Under court-ordered receivership / filing for business rehabilitation with the bankruptcy court / Subject to a bankruptcy petition

3

Disclose within 3 business days
Information which does not have direct effect but should be disclosed to investors, such as:

- Head office relocation
- Change of directors / Appointment or Change in the Scope of Work of the Audit Committee (F24-1)
- Change of CFO or Chief Accountant
- Change of auditor

7

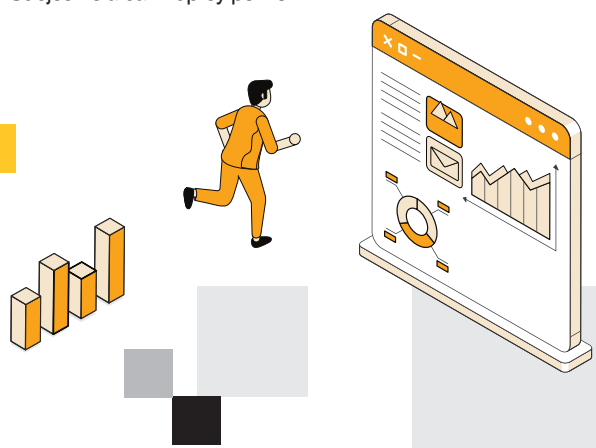
Submit within 7 business days
Information compiled by SET for reference, such as:

- Biography of directors or Audit Committee members (F24-2)

14

Submit within 14 days
Information compiled by SET for reference, such as:

- Minutes of shareholders' meeting



MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

JANUARY 2027

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

02 FEBRUARY 2027

MARCH 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

SUN	MON	TUE	WED	THU	FRI	SAT
	1 Report of the utilization of capital increase	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19 TFEX : Last Trading Day Japanese Rubber Futures	20
21 Makha Bucha Day	22 Substitution for Makha Bucha Day	23	24	25 TFEX : Last Trading Day SET50 Futures & Options, Gold Futures, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	26	27
28						

Periodic Disclosure

Report	Submission deadline*	Information submission to SET via SETLink	Information submission to SEC
1. Annual financial statements (audited) • Without Q4 financial statements • With Q4 financial statements	 2 months 3 months	• Full version of financial statements • Form F45 • MD&A in case of > 20% YoY change in revenue or net profit	Submission via SETLink is also regarded as submission to the SEC
2. Quarterly financial statements (reviewed)	45 days		
3. Form 56-1 One Report	3 months	✓	

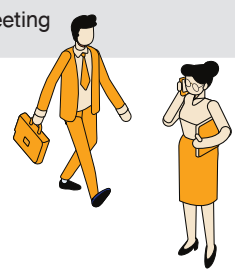


Other Periodic Disclosure



Report	Submission deadline*	Submission via SETLink	
		For investor disclosure	For SET's information
1. Report utilization of proceeds from capital increase	Every 6 calendar months (within 31 days from the end of June and December)	✓	–
2. Report on the share distribution of minority shareholders (Free Float)	14 days from the statutory deadline for AGM arrangement	–	✓
3. Invitation letter for shareholders' meeting	Upon submission to shareholders	–	✓
4. Shareholders' meeting minutes	14 days from the shareholders' meeting	–	✓

* If the deadline falls on holiday, it will be postponed to the next business day.





MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

FEBRUARY 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28						

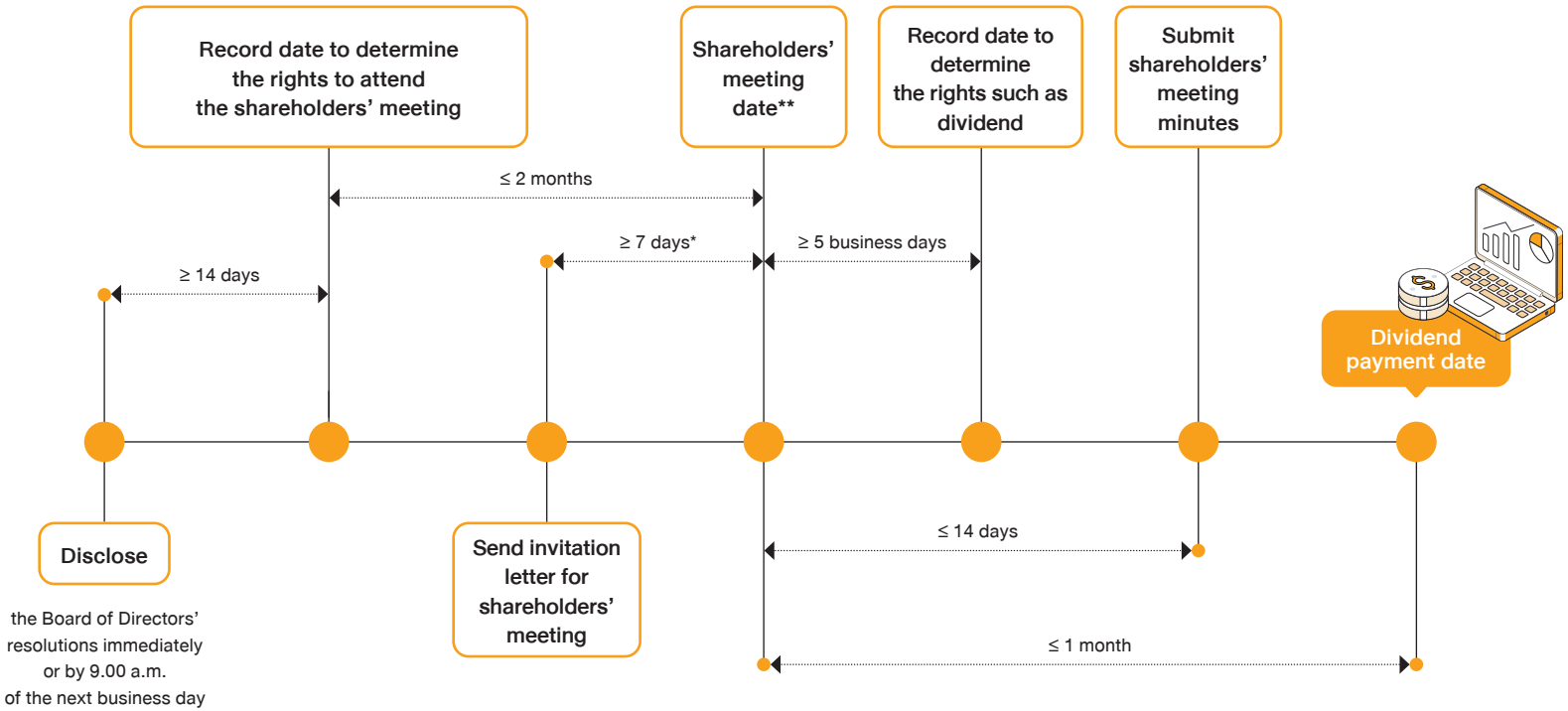
03 MARCH 2027

APRIL 2027

S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

SUN	MON	TUE	WED	THU	FRI	SAT
	1 Audited 2026 yearly financial statements	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17 TFEX : Last Trading Day 5Y Gov Bond Futures	18	19	20
21	22	23	24	25 TFEX : Last Trading Day Japanese Rubber Futures	26	27
28	29	30 TFEX : Last Trading Day SET50 Futures & Options, Stock Futures, Sector Futures, Mini Gold & Gold Online Futures, Gold-D, Silver Online Futures, USD Futures & Options, EUR Futures, JPY Futures, EUR/USD Futures, USD/JPY Futures, RSS3 & RSS3D Futures	31 Form 56-1 One Report for the year 2026 Audited 2026 yearly financial statements (LiVEx)			

Shareholders' Meeting



TIPS

Change to the record date must be announced ≥ 7 days prior to the original record date.

Any cancellation / addition / change to material agenda items requires advance notice ≥ 14 days prior to the record date.

NOTES

* Advance notice ≥ 14 days in case of material agenda items

** Disclose shareholders' meeting resolutions immediately or by 9.00 a.m. of the next business day





MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

MARCH 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

04 APRIL 2027

MAY 2027

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

SUN	MON	TUE	WED	THU	FRI	SAT
				1	2	3
4	5	6 Chakri Memorial Day	7	8	9	10
11	12	13 Songkran Festival	14 Songkran Festival	15 Songkran Festival	16	17
18	19	20	21	22	23 TFEX : Last Trading Day Japanese Rubber Futures	24
25	26	27	28	29 TFEX : Last Trading Day SET50 Futures & Options, Gold Futures, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	30 SET 52nd Anniversary Report on the distribution of Fund's strategic shareholders Form 56-1 SME One Report for the year 2026 (LiVEx)	

Capital Increase of Listed Companies



Board of Directors' resolutions

→ **Disclose resolutions immediately or by 9.00 a.m. of the next business day**

Arrange shareholders' meeting

Offer newly issued shares

Subscription and payment services for newly issued shares

Register increase in paid-up capital and report share allocation results

→ **Within 14 days***

List newly issued shares on SET

→ **Within 30 days***

Report utilization of proceeds from capital increase

→ **Every 6 calendar months (within 31 days from the end of June and December)**

Types of capital increase

1. Specific Mandate: Define specific offering size and allocation.
2. General Mandate: Shareholders approve the capital increase with the knowledge about the allocation frameworks, but not the objectives of the capital increase, and authorize the Board of Directors to finalize the new share offering and allocation. Every allocation must be disclosed in detail.

Share allocation under general mandate	Rights Offering (RO)	Preferential Public Offering (PPO)	Public Offering (PO)	Private Placement (PP)
Size Limit (% of paid-up capital as of the date of the Board of Directors' resolution on capital increase)	Not over 30%	Not over 20%	Not over 20%	Not over 10%
	Total additional paid-up capital not over 30% (PO and PP not over 20%) according to size limit			
Offering price	Not specified		Must not be below the market price according to the SEC regulation	
The submission of an application to SEC	-	General approval	Submit an application (within 1 year from the date of shareholders' approval)	General approval
Allocation period	Whichever of the following dates comes first: • The date of the next Annual General Meeting (AGM) or • The date required by law for the company to hold the next AGM or • The date in compliance with SEC's rules, as follows: - PPO : Within **6 months from the date of shareholders' approval.** - PO : Within **6 months from the date of SEC approval** and the allocation period may be extended for up to 12 months from the date of initial SEC approval. - PP : Within **12 months from the date of shareholders' approval.**			
Type of securities	Common shares / preferred shares / TSR**		Common shares / preferred shares	

* From the last subscription and payment date
** Transferable Subscription Rights: TSR



MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

APRIL 2027

S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

05 MAY 2027

JUNE 2027

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30			

SUN	MON	TUE	WED	THU	FRI	SAT
						1 National Labor Day
2	3 Substitution for National Labor Day	4 Coronation Day	5	6	7	8
9	10 Royal Ploughing Day	11	12	13	14 Report on the distribution of strategic shareholders	15
16	17 Reviewed Q1 financial statements	18	19	20 Visakha Bucha Day	21	22
23	24	25	26	27	28 TFEX : Last Trading Day SET50 Futures & Options, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	29
30	31	TFEX : Last Trading Day Japanese Rubber Futures				

Maintaining the Listing Status

- Par value ≥ THB 0.50
- Directors, management and controlling parties without prohibited qualifications
- Having qualified Chief Financial Officer and Chief Accountant
- Having Chairman and Managing Director, or equivalent positions in other names, not being the same person
- At least 3 audit committee members and one-third of directors being independent directors (at least 3 independent directors)
- Having SEC-approved auditor
- Having an internal control system as required by the SEC
- Having no conflict of interests
- Free float ≥ 150 shareholders and holding shares ≥ 15% of paid-up capital
- Providing provident fund according to the law
- In case of a holding company: must hold shares in ≥ 1 profit-making subsidiaries engaged in core business. In case of a subsidiary established under foreign laws: must have directors residing in Thailand.
- Designating the Exchange or a third person approved by the Exchange to act as its listed securities registrar
- Do not have characteristics as an Investment Company*

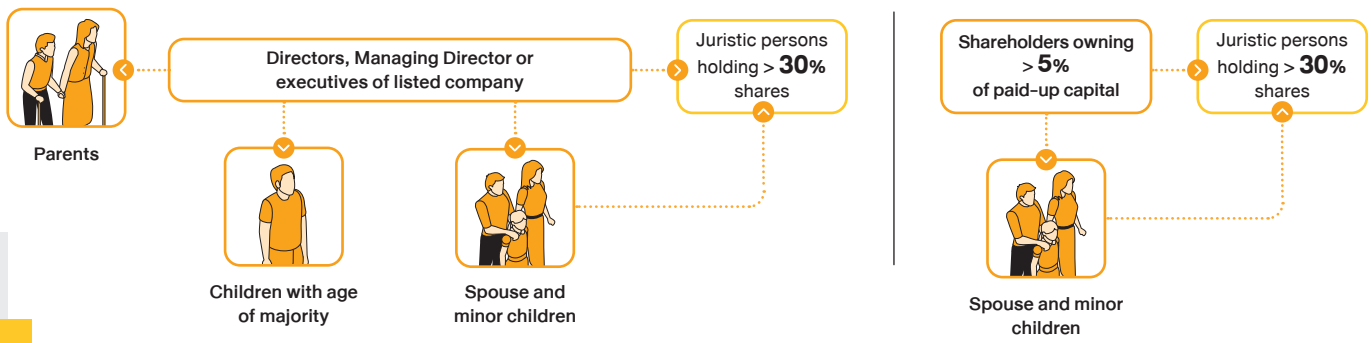
Share distribution of minority shareholders of listed company (Free Float)

Minority shareholders refer to non-strategic shareholders who hold common shares. Strategic shareholders consist of:

1. Directors, Managing Director or the top four executives after managing director level, including all those whose positions are equivalent to the fourth highest-level executives, and connected and related persons
2. Shareholders holding shares > 5% of the paid-up capital, including related persons
3. Persons with controlling power

* Investment company means investments in securities, derivatives or digital asset at a collective total exceeding 40% of total assets as per the most recent financial statements or the consolidated financial statement.

Guidelines for consideration of connected and related persons



MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

MAY 2027

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

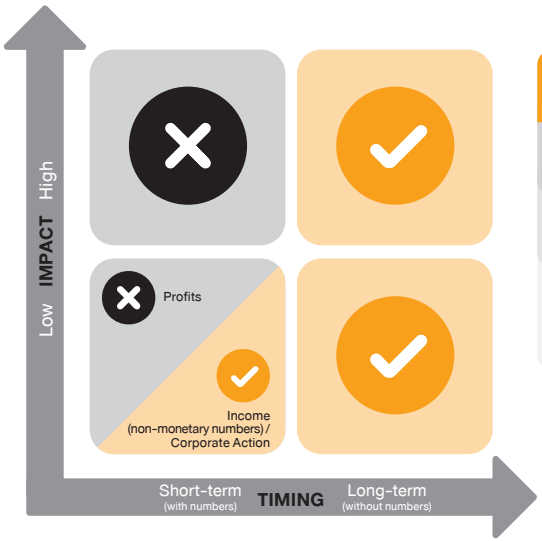
06 JUNE 2027

JULY 2027

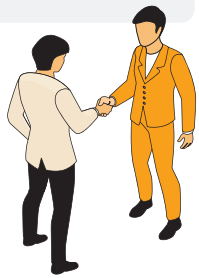
S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

SUN	MON	TUE	WED	THU	FRI	SAT
		1	2	3 H.M. Queen Suthida Bajrasudhabimalalakshana's Birthday	4	5
6	7	8	9	10	11	12
13	14	15	16 TFEX : Last Trading Day 5Y Gov Bond Futures	17	18	19
20	21	22	23	24 TFEX : Last Trading Day Japanese Rubber Futures	25	26
27	28	29 TFEX : Last Trading Day SET50 Futures & Options, Stock Futures, Sector Futures, Mini Gold & Gold Online Futures, Gold Futures, Gold-D, Silver Online Futures, USD Futures & Options, EUR Futures, JPY Futures, EUR/USD Futures, USD/JPY Futures, RSS3 & RSS3D Futures	30			

Information Disclosure of Listed Companies



IMPACT
Significant change
Unpredictable
Inconsistent with circumstances



Key Principles

1. Information must be accurate, factual, unambiguous, and unexaggerated.
2. Information is adequately summarized for investment decisions.
3. The disclosure must be sufficient and timely for decision-making. Investors must have equitable access to information.
4. Information must be mainly disclosed through SET system to ensure thorough dissemination and equal access.



Guidelines for Executive Interview

Must disclose

According to law / regulatory requirements such as financial statements, material events which can impact securities prices and investment decisions, e.g. acquisition / disposition of assets, capital increase / decrease and dividend payment / omitted dividend payment, etc.

Should disclose

When information is incorrect / inaccurate / expected to affect securities prices, such as:

- Rumor / news from third parties
- Misleading information
- Wrong analysis report

Can choose to disclose

Information does not have immediate impact on securities prices, but listed companies must be held responsible if such information is disclosed. This set of information includes:

- Estimated annual financial statements via SET system
- Long-term income (more than 6 months)
- Industry trend and direction
- Quantitative figures (non-monetary numbers)

Not disclose

Information which affects securities prices, such as:

- Operating results for each quarter or periods close to SET disclosure deadline
- Opinions influencing securities prices
- Unclear or uncertain information

MORE INFO. IN THAI

SET GROUP

JUNE 2027

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30			

07 JULY 2027

AUGUST 2027

S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

SUN	MON	TUE	WED	THU	FRI	SAT
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18 Asarnha Bucha Day	19 Substitution for Asarnha Bucha Day Buddhist Lent Day	20	21	22	23 TFEX : Last Trading Day Japanese Rubber Futures	24
25	26	27	28 H.M. King Maha Vajiralongkorn Phra Vajiraklaochaoyuhua's Birthday	29 TFEX : Last Trading Day SET50 Futures & Options, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	30	31

Material Transaction (MT)

Material Transactions refer to transactions entered into by a listed company or its subsidiary that fall within the prescribed categories and involve a transaction size or value at a level that may materially affect the company's financial position, operating results, or shareholders' rights.

- Acquisition or Disposal of Assets
- Transfer or Waiver of Benefits
- Lease or Hire-Purchase Arrangements
- Provision of Financial Assistance

Company or Subsidiary ⟷ **Individual or Juristic Person**

Note: In this regard, such transactions shall also include any actions whose objective or substantive nature constitutes a material transaction as prescribed under the relevant rules, as well as any other actions of a similar nature.

Exempted Transactions

1. Acquisition or disposal of current assets used in the ordinary course of business, such as raw materials, inventories, and consumable supplies.
2. Liquidity management, including:
   - 2.1 Investments in low-risk financial assets, such as government bonds, debt instruments fully guaranteed by the Ministry of Finance, and units in money market funds or fixed income funds; provided that investments in other financial assets must not result in the company being classified as an investment company.
   - 2.2 Share repurchases
3. Transactions between a listed company and its subsidiary, or between subsidiaries.
4. Establishment of a subsidiary.
5. The following transactions conducted in the ordinary course of business of the listed company or its subsidiary are exempted:
   - 5.1 Lease or Hire-Purchase Arrangements
   - 5.2 Provision of Financial Assistance

Aggregation of Transaction Size

The calculation of the transaction size must include related transactions or transactions under the same project occurring during the 12 months prior to the date of agreement to enter into the transaction (the date on which the Board of Directors passes a resolution to approve the transaction), except for transactions that have already received shareholder approval.

In this regard, the SEC has the authority to aggregate multiple transactions into a single transaction if the facts indicate that the company intended to split the transactions to circumvent compliance with the prescribed rules and regulations.



MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

Calculation of transaction size (x)

Normal Cases

Use every calculation methodology that is applicable and select the highest value as size of transaction

1 Calculation based on NA* (%) = (Proportion of equity holding (increase / decrease) x NA** of investee company x 100) / NA** of the listed company

2 Calculation based on total value of consideration paid or received (%) = Value of transaction paid or received x 100 / Total assets of listed company

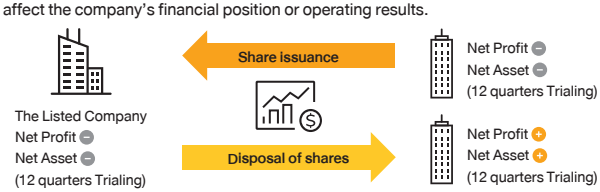
3 Calculation based on net profit (%) = (Shareholding ratio (increase / decrease) x Net profit of investee company x 100) / Net profit of listed company

4 Calculation based on value of equity share (%) = Shares issued for the payment of assets x 100 / Issued and paid-up shares of the listed company

* Net assets (NA) = total assets – total liabilities – non-controlling interests (if any). In case the company produces consolidated financial statements, use NA from consolidated financial statements.

Special Cases

Material Transaction in Special Cases refers to cases where a company has negative Net Assets (NA) or has incurred a Net Loss (considering the operating results of the past 12 consecutive quarters), and enters into a transaction that may adversely affect the company's financial position or operating results.



- The transfer or waiver of benefits, including the waiver of claims against a person causing damage to the listed company
- Financial assistance provided to other parties

Procedures upon the size of transactions

After calculating from all different bases, choose the highest value to proceed.

Transaction size		Procedure			
General Case	Special Case	BOD + Disclose information	Shareholder approval	IFA	Progress Report
X < 25%	X < 10%	−	−	−	−
25% ≤ X < 50%	10% ≤ X < 25%	✓	✓	−	✓
X ≥ 50%	X ≥ 25%	✓	✓	✓	✓
X ≥ 100% (Backdoor Listing)		✓	✓ + Relisting Submission	✓	✓

The transaction must be approved by the shareholders' meeting with a vote of not less than ¾ of the total number of votes of the shareholders attending the meeting and having the right to vote, excluding the votes of shareholders with a conflict of interest.

Veto Rights

If IFA or AC is of the opinion that the transaction should not be entered into, shareholders holding an aggregate ≥ 10% of the total votes of the shareholders attending the meeting and having the right to vote may cast a vote to object to and block the transaction.

JULY 2027

S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

08 AUGUST 2027

SEPTEMBER 2027

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

SUN	MON	TUE	WED	THU	FRI	SAT
1	2 Report of the utilization of capital increase	3	4	5	6	7
8	9	10	11	12 H.M. Queen Sirikit The Queen Mother's Birthday Anniversary and National Mother's Day	13	14
15	16 Reviewed Q2 financial statements	17	18	19	20	21
22	23	24	25 TFEX : Last Trading Day Japanese Rubber Futures	26	27	28
29	30 TFEX : Last Trading Day SET50 Futures & Options, Gold Futures, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	31 Half-year audited financial statements (financial institutions)				

Related Party Transactions (RPT)

Transactions made by a listed company or its subsidiary with a connected person of the listed company

Connected person refers to:

1) Directors, executives, major shareholders, controlling persons, or persons to be nominated for the positions of director, executive, or controlling person, as well as their related persons and close relatives
2) Any juristic person with major shareholder or control person according to 1)
3) Any person whose actions can be identified as proxy or under the influence of 1) and 2)
4) Director of a juristic person with controlling power over the company
5) Spouse, underage child or adopted underage child of the director in 4)
6) A juristic person under the controlling power of the person in 4) or 5)
7) Any person taking action under the perception or agreement that if such action is to bring financial benefit to the person, the following persons to also gain similar benefit: the company's directors, the company's executives, the company's control persons, the directors of the juristic person with controlling power over the company including their spouse and their children or adopted children under the age of majority.

Exempted Transactions

1. Transactions under commercial agreements with general trading conditions approved by the Board of Directors, or in accordance with the principles approved by the Board of Directors.
2. Granting of loans under the staff and employee welfare regulations.
3. Transactions where the other counterparty of the listed company, or both counterparties, hold the status of a subsidiary in which the listed company holds not less than 90% of the total paid-up shares of such subsidiary.
4. The listed company or its subsidiary issues new securities to related parties in any of the following manners:
   - 4.1 Related Parties receive securities through the exercise of RO (Right Offering) rights in proportion to their shareholding, including PPO (Preferential Public Offering).
   - 4.2 Related Parties act as underwriters on a firm commitment basis, provided that the criteria, terms, and conditions have been disclosed in the prospectus.
   - 4.3 Received from the offering of securities under the ESOP.
5. Transactions entered into by the listed company or its subsidiary with a connected person who is a juristic person in which the listed company or its subsidiary is a shareholder, and has nominated a person to hold the highest executive position in such juristic person, provided that the listed company or its subsidiary and the said juristic person are not connected in any other manner.

Accumulation of Transaction Value

Transactions entered into with the same connected person or group within a prior 6-month period: must be accumulated (excluding related-party transactions that have already been approved by the shareholders' meeting).

Same Connected Person or Group

(1) The same connected person;

(2) Major shareholders, controlling persons, related persons, and close relatives of the person under (1);

(3) Related persons and close relatives of the person under (2);

(4) A juristic person whose major shareholder or controlling person is the person under (1), (2), or (3).

Note: The SEC has the authority to accumulate various transactions into a single transaction if the facts indicate that the company intended to split the transactions into multiple items to circumvent compliance with the prescribed rules.

Calculation of Transaction Size

Normal Cases

The company should measure the size of related-party transaction to determine the subsequent actions required under the rules. The company should compare the transaction value against the higher of the two reference amounts as per the latest financial statement (X is the transaction value).

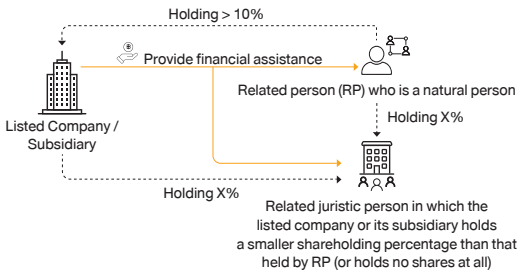
Transaction size	Authorized approver	Choose the maximum value between	
Small	No regulatory requirement	X ≤ THB 1 million	X ≤ 0.03% NA*
Medium	Board of Directors	THB 1 million < X < THB 20 million	0.03%NA* < X < 3% NA*
Large	Shareholders' meeting	X ≥ THB 20 million	X ≥ 3% NA*

*Net assets (NA) = total assets – total liabilities – non-controlling interests (if any)

Special Cases

Specifically, the provision of financial assistance to the following connected persons:

- A natural person
- A juristic person in which the listed company or its subsidiary holds a smaller shareholding percentage than other connected persons;
- A juristic person in which the listed company or its subsidiary holds no shares



The company shall calculate the transaction size to determine the actions required under the rules by comparing the transaction value against the lower of the two reference amounts based on the latest financial statements (where "X" represents the transaction value) as follows:

Authorized approver	Choose the maximum value between	
Board of Directors	X < THB 100 million	X < 3% NA**
Shareholders' meeting	X ≥ THB 100 million	X ≥ 3% NA**

Required Actions Based on Transaction Size

Related Party Transaction	Authority		
	Small	Medium	Large
Normal Cases	No regulatory requirement. (Subject to the company's internal delegation of authority)	Board of Directors + Disclose information via the SETLink system.	Board of Directors + Disclose information via SETLink + Seek shareholders' approval* (With an IFA opinion provided to the shareholders) + Submit progress reports on the transaction
Special Case	Board of Directors + Disclose information via the SETLink system.	-	Board of Directors + Disclose information via SETLink + Seek shareholders' approval* (With an IFA opinion provided to the shareholders) + Submit progress reports on the transaction

** Approval from the shareholders' meeting requires a majority vote of not less than three-fourths (3/4) of the total votes of the shareholders who are present at the meeting and entitled to vote, excluding the votes of interested shareholders.

Veto Rights

In the event that the IFA or the Audit Committee opines that the transaction should not be entered into, shareholders collectively holding ≥ 10% of the total votes of the shareholders present and entitled to vote can cast an objecting vote to veto the transaction.

MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

AUGUST 2027

S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

09 SEPTEMBER 2027

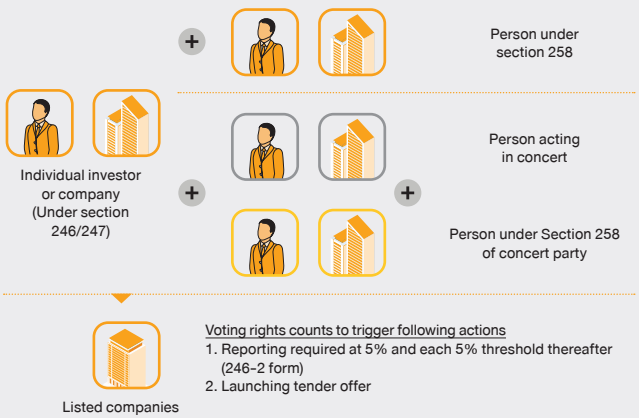
OCTOBER 2027

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

SUN	MON	TUE	WED	THU	FRI	SAT
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15 TFEX : Last Trading Day 5Y Gov Bond Futures	16	17	18
19	20	21	22	23	24 TFEX : Last Trading Day Japanese Rubber Futures	25
26	27	28	29 TFEX : Last Trading Day SET50 Futures & Options, Stock Futures, Sector Futures, Mini Gold & Gold Online Futures, Gold-D, Silver Online Futures, USD Futures & Options, EUR Futures, JPY Futures, EUR/USD Futures, USD/JPY Futures, RSS3 & RSS3D Futures	30 Reviewed financial statements for the first six months (LiVEx)		

Takeover & Tender Offer

Calculation of shareholding (%)



Voting rights counts to trigger following actions
1. Reporting required at 5% and each 5% threshold thereafter (246-2 form)
2. Launching tender offer

Calculation of voting rights (%)

Shares

$$\frac{\text{Voting rights of shareholding} \times 100}{\text{Total voting rights of the company}^{1}}$$

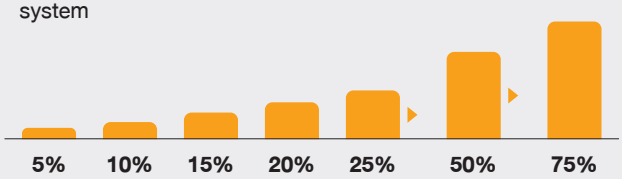
Convertible securities

$$\frac{\text{Voting rights for convertible securities} \times 100}{\text{Total voting rights of the company}^{1,2}}$$

[1] In case of repurchased shares: total voting rights - treasury stock at the end of the month before the transaction occurs
[2] Current voting rights excluding shares to be derived from convertible securities

246-2 Form ... an alert to warn investors before the takeover

- Report to the SEC when reaching or passing every 5% of all voting rights (within 3 business days from the date of acquisition / disposition, except for the share disposal in a tender offer which must be reported within 5 business days from the end of the offer period)
- Person obliged to report must submit the 246-2 form via online system



Takeover or holding securities to control the business When reaching trigger points:

25% » 50% » 75% of total voting rights

a tender offer must be made to provide shareholders with a fair exit option

Offering price (general case)	Acquire shares within 90 days Not less than the highest acquisition price in 90 days	No acquisition of shares in 90 days Price can be set at any level.
Tender Offer Exemption at Trigger Point	1. Reduce shareholding below trigger point within 7 business days by selling shares on the main board or back to the original sellers 2. Abstain from exercising voting rights on shares required to be reduced	

For more information: Contact SEC or SEC Help Center (1207)





MORE INFO. IN THAI

SET GROUP

SEPTEMBER 2027

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

10 OCTOBER 2027

NOVEMBER 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

SUN	MON	TUE	WED	THU	FRI	SAT
					1	2
3	4	5	6	7	8	9
10	11	12	13 H.M. King Bhumibol Adulyadej The Great Memorial Day	14	15 The End of Buddhist Lent Day	16
17	18	19	20	21	22 TFEX: Last Trading Day Japanese Rubber Futures	23 H.M. King Chulalongkorn The Great Memorial Day
24	25	26	27	28	29	30
31	Substitution for H.M. King Chulalongkorn The Great Memorial Day			TFEX : Last Trading Day SET50 Futures & Options, Gold Futures, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures		

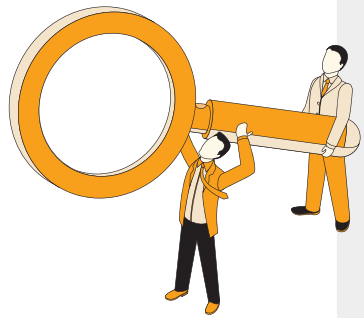
Independent Director (ID) and Audit Committee (AC)

Composition of the Board of Directors		
	ID	: ≥ one-third of total directors (at least 3 independent directors)
	AC	: ≥ 3 members (at least 1 member with qualified knowledge and experience to review the reliability of financial statements)

Action when there is any change on AC

Types	Submission via SETLink	
	News disclosed to investors	**Report to SET**
Appointment	✓ Disclose with the form to report on name of members and scope of work of the AC (F24-1) within 3 business days from the appointment date	✓ Submit certificate and biography of the AC Member (F24-2) within 7 business days from the appointment date
Resignation	✓ Disclose immediately and specify the reason of resignation, in case of premature resignation	–





Key qualifications of AC

- **Having qualifications of an independent director, such as:**
  - Holding no more than 1% of total shares including the shareholding of related persons
  - Not currently being or having been the company's executive director, worker, employee, salaried consultant, or control person in the past two years
  - Not related by blood or by legal registration with other directors, executives, major shareholders, controlling parties
  - Not currently having or having had a business relationship with the company in the past two years
  - Not currently being or having been the company's auditor in the past two years
  - Not currently providing or having provided professional services with a fee of more than THB 2 million per year during the past two years
  - Not being representative of the company's directors, major shareholders, shareholders related to major shareholders
  - Not operating similar business and competing with the company or its subsidiary
  - Not under any conditions that may impede the person from having independent views towards the company's operations
- **Not being the director authorized by the Board of Directors to make decisions of the company's operation**
- **Not being the director of the parent company, subsidiary, or same-level subsidiary, particularly in the case of listed companies**

MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

OCTOBER 2027

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

11 NOVEMBER 2027

DECEMBER 2027

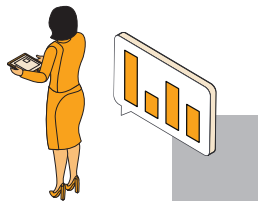
S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

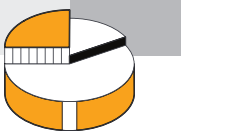
SUN	MON	TUE	WED	THU	FRI	SAT
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15 Reviewed Q3 financial statements	16	17	18	19	20
21	22	23	24 TFEX : Last Trading Day Japanese Rubber Futures	25	26	27
28	29 TFEX : Last Trading Day SET50 Futures & Options, USD Futures & Options, EUR Futures, JPY Futures, RSS3 & RSS3D Futures	30				

Share Repurchase for Financial Management

Report on buying / selling of repurchased shares

- Buy / sell on SET (AOM): by 9.00 a.m. of the next business day following the date of buying / selling repurchased shares
- General offer: within 5 business days from the completion date of buying / selling of repurchased shares
- Sell to RO, ESOP: within 5 business days from the date of selling repurchased shares





Disclose the Board of Directors' resolution regarding share repurchase project*
(≥ 3 days prior to the starting date of share repurchase)

- In case the repurchase amount not over 10% and specified in the company's articles of association**
- Listed company eligible for share repurchase must have retained earnings on the separate financial statements, excess liquidity, and free float as required.

* Disclose the Board of Directors' resolution immediately or within 9.00 a.m. of the next business day.
** The total number of repurchased shares at any given time shall not exceed 20% of the total paid-up shares.

Buy on SET (AOM) Repurchase not exceeding 10%

Buy via a general offer

Submit repurchase offer to shareholders and SET

- Buying on SET (AOM): when completely repurchased at specified amount, but not exceeding 6 months
- General offer: at least 10 days but not exceeding 20 days

Starting date — At least 10 days

Completion date of share repurchase (the completion of project) — After 3 months

A new treasury stock program may be initiated upon the completion of the full amount of the previous program, after the expiration of the previous program, or on the effective date of the cancellation of the treasury stock program.

Disclose board resolution on selling repurchased shares*
(≥ 3 days prior to the start date of selling the repurchased shares)

Starting date for selling the repurchased shares

Complete selling within 3 years from the completion date of repurchase. If the shares are not sold out, a capital reduction must be made by writing off the unsold repurchased shares and disclose information to SET when the registration of the capital change is completed.





TIPS

- Repurchased shares shall not be counted towards a quorum at shareholders' meetings, shall not be eligible to vote, and shall not be entitled to dividends.
- The company must completely sell repurchased shares before issuing new shares (capital increase).

MORE INFO. IN THAI

MORE INFO. IN ENGLISH

SET GROUP

NOVEMBER 2027

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30				

12 DECEMBER 2027

JANUARY 2028

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

SUN	MON	TUE	WED	THU	FRI	SAT
			1	2	3	4
5 H.M. King Bhumibol Adulyadej The Great's Birthday / National Day and Father's Day	6 Substitution for H.M. King Bhumibol Adulyadej The Great's Birthday / National Day and Father's Day	7	8	9	10 Constitution Day	11
12	13	14	15 TFEX : Last Trading Day 5Y Gov Bond Futures	16	17	18
19	20	21	22 TFEX : Last Trading Day Japanese Rubber Futures	23	24	25
26	27	28	29 TFEX : Last Trading Day SET50 Futures & Options, Stock Futures, Sector Futures, Mini Gold & Gold Online Futures, Gold Futures, Gold-D, Silver Online Futures, USD Futures & Options, EUR Futures, JPY Futures, EUR/USD Futures, USD/JPY Futures, RSS3 & RSS3D Futures	30	31 New Year's Eve	

CALENDAR 2028

JANUARY

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

FEBRUARY

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29				

MARCH

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30	31	

APRIL

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

MAY

S	M	T	W	T	F	S
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

JUNE

S	M	T	W	T	F	S
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

JULY

S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

AUGUST

S	M	T	W	T	F	S
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

SEPTEMBER

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

OCTOBER

S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

NOVEMBER

S	M	T	W	T	F	S
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

DECEMBER

S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

For more information, please visit our website www.set.or.th or www.tfex.co.th