



บริษัท อิกดราซิล กรุ๊ป จำกัด (มหาชน)

YGGDRAZIL GROUP PUBLIC COMPANY LIMITED

348 ซอยลาดพร้าว 94 (ปิ่นjumิตร) แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ ประเทศไทย 10310 โทร: (662)-934-4364 โทรสาร: (662)-934-4560

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## Minutes of the 2026 Annual General Meeting of Shareholders

### Yggdrazil Group Public Company Limited

#### Date, Time and Venue of the Meeting

The 2026 Annual General Meeting of Shareholders of IIG Group Public Company Limited was held on Thursday, 30 April 2026 at 10.00 a.m. via electronic means (E-AGM).

This 2026 Annual General Meeting of Shareholders was conducted in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020). IIG Group Public Company Limited engaged Quidlab Co., Ltd. as the service provider for the electronic meeting system, which complies with the standards prescribed by the Ministry of Digital Economy and Society regarding security standards for electronic meetings B.E. 2563 (2020), and has been certified by the Electronic Transactions Development Agency (ETDA) for the meeting control system.

#### Commencement of the Meeting

Ms. Salinna Dangkomen acted as the moderator of the Meeting and welcomed the shareholders and attendees to the 2026 Annual General Meeting of Shareholders of IIG Group Public Company Limited (the “Company”). The moderator introduced the directors attending the Meeting as follows:

#### Directors attending the Meeting in person at the meeting venue.

- |                             |  |
|-----------------------------|--|
| 1. Mr. Kematat Paladesh     | Chairman of the Board / Independent Director / Audit Committee Member / Nomination and Remuneration Committee Member   |
| 2. Mr. Pongpichai Anankusri | Director / Independent Director / Audit Committee Member / Chairman of the Nomination and Remuneration Committee       |
| 3. Mr. Kris Nalamlieng      | Director / Nomination and Remuneration Committee Member / Chairman of the Risk Management and Sustainability Committee |
| 4. Mr. Santasiri Sirikul    | Director / Chief Operating Officer / Risk Management and Sustainability Committee Member                               |



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#### Director attending the Meeting via electronic means

1. Mr. Prasob Juviwat Director / Acting Chief Executive Officer / Risk Management and Sustainability Committee Member

#### Director absent from the Meeting

1. Mr. Paitoon Ruangdetkhajorn Director / Independent Director / Chairman of the Audit Committee / Nomination and Remuneration Committee Member

#### Head of Accounting and Finance Department of the Company

Mr. Wacharidpon Piyawatpanich

#### Auditors from DIA International Audit Co., Ltd. (the “Audit Firm”)

Mr. Joompoth Piratanakorn and team

#### Legal Advisors from IFF Legal Co., Ltd., acting as inspectors for the vote counting process

Ms. Nattacha Ngamsane and team

The moderator informed the Meeting of general information relating to the Meeting and, in compliance with the principles of good corporate governance regarding voting procedures at shareholders’ meetings, explained the voting and vote counting procedures to the Meeting as follows:

#### Voting Procedures

1. Each shareholder shall have voting rights equal to the number of shares held, whereby one share shall equal one vote.
2. Voting on each agenda item shall be conducted openly. Shareholders or proxies shall cast their votes as either approval, disapproval, or abstention, and may not split their votes, except in the case of foreign shareholders appointing a custodian in Thailand as share depository. Such custodians may split votes into approval, disapproval, or abstention for each agenda item according to the number of shares held.
3. The Company would allow approximately one minute for voting on each agenda item and requested shareholders to follow the voting procedures as informed.



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4. Shareholders wishing to cast their votes were requested to click the voting menu indicated by the checkmark icon on the left-hand side menu bar. The voting buttons for each agenda item would then appear on the screen.
5. Shareholders were requested to cast their votes for each agenda item by selecting either “Approve”, “Disapprove”, or “Abstain”, and then click “Submit”. Upon successful submission, a pop-up notification confirming that the vote had been submitted successfully would appear on the screen.
6. If a shareholder logged into the system but did not click any voting button in the voting menu, the system would automatically count such vote as an approval vote. Shareholders could cast, amend, or change their votes for each agenda item until the Meeting announced the closure of voting for such agenda item.
7. For security purposes, each user could log into the system on only one device at a time. If a login was attempted on another device or browser on the same computer, the previous session would automatically be terminated. Shareholders were requested not to disclose their username and password to any other person. In addition, if a shareholder had requested a username/password for attending the E-AGM and had already submitted Proxy Form B with completed voting instructions, the system would not permit any changes to such voting instructions. However, the shareholder would still be able to view the live broadcast of the Meeting and submit questions during the Meeting.

#### **Vote Counting Procedures**

1. Pursuant to Article 32 of the Company’s Articles of Association, in normal circumstances, a resolution shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes. In the event of an equality of votes, the Chairman of the Meeting shall have an additional casting vote.
2. The vote counting for each agenda item shall be based on the votes cast by shareholders attending the Meeting, whereby only votes of disapproval and/or abstention shall be deducted from the total number of votes of shareholders attending the Meeting. The remaining votes shall be deemed votes in approval of such agenda item. The votes already indicated in the proxy forms submitted by proxies had been recorded in advance and would also be included in the vote counting.

The voting results for each agenda item would be announced as votes in approval, disapproval, and abstention. For each agenda item, the number of shares held by the latest attendees present at the Meeting



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would be used for the vote counting. Therefore, the number of shareholders and votes in each agenda item might vary and might not be the same.

Prior to voting on each agenda item, the Chairman of the Meeting would provide shareholders with an opportunity to raise questions or express opinions relevant to such agenda item, as appropriate.

For questions or comments unrelated to the agenda item currently under consideration, shareholders were requested to raise them during the other matters session at the end of the Meeting. Shareholders were also requested to keep their questions and comments concise and refrain from asking repetitive questions or making repetitive comments in order to allow other shareholders to exercise their rights. Cooperation from shareholders was kindly requested to ensure that the Meeting proceeded smoothly and within the scheduled timeframe.

If any shareholder wished to ask questions or express opinions during the Meeting, such shareholder could click the chat icon menu and type the desired message, then click “Send” to submit the message to the Company.

Thereafter, the moderator would read the questions submitted by shareholders in chronological order. The Company reserved the right to answer only questions relevant to the agenda item currently under consideration. Any questions unrelated to such agenda item would be addressed during the other matters session at the end of the Meeting in accordance with the procedures previously informed to the Meeting. Prior to submitting any questions or comments through the chat box, shareholders were requested to state their full name and status, such as attending the Meeting in person or by proxy, in order for the Company to accurately and completely record the Minutes of the Meeting.

In the event that a large number of questions were submitted through the system, the Company reserved the right to consider and select questions as appropriate. If any questions could not be addressed during the Meeting due to time constraints, the Company would consider compiling and responding to such questions on the Company’s website thereafter.

In the event that shareholders experienced any difficulties in accessing the meeting system or the voting system, shareholders were requested to follow the meeting procedures and guidelines previously informed by the Company or contact the support staff at telephone number 02-013-4322, mobile number 080-008-7616, or email: [info@quidlab.com](mailto:info@quidlab.com)



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The Company had published the meeting documents on the Company's website since 1 April 2026 and had notified the same through the electronic disclosure system of The Stock Exchange of Thailand in order to provide shareholders with an opportunity to submit questions in advance.

The Company determined the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders on 30 March 2026 (Record Date). As of such date, there were 8,203 shareholders entitled to attend the Meeting, representing a total of 601,997,187 shares.

At this Meeting, 13 shareholders attended the Meeting in person and 48 proxies attended the Meeting on behalf of shareholders, totaling 61 attendees, representing an aggregate of 205,123,039 shares, or equivalent to 32.2399 percent of the Company's total issued shares.

The quorum was therefore duly constituted in accordance with the applicable laws and the Company's Articles of Association, which require that there be at least 25 shareholders and proxies (if any) attending the Meeting, representing in aggregate not less than one-third of the total number of issued shares, or alternatively, not less than one-half of the total number of shareholders attending the Meeting together with proxies (if any), representing in aggregate not less than one-third of the total number of issued shares.

Thereafter, the moderator invited Mr. Kematat Paladesh, Chairman of the Board of Directors, to act as the Chairman of the Meeting. The Chairman welcomed the shareholders and declared the Meeting officially open.

The Chairman welcomed the shareholders and proxies attending the Meeting and, on behalf of the Board of Directors, management, executives, officers and employees of IIG Group Public Company Limited, expressed appreciation to all shareholders and proxies for attending the 2026 Annual General Meeting of Shareholders via electronic means on this occasion. As the quorum was duly constituted in accordance with the applicable laws and the Company's Articles of Association, the Chairman declared the Meeting open and proceeded with the matters in accordance with the agenda items set out in the Notice of the 2026 Annual General Meeting of Shareholders.



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**Agenda 1 To Consider and Approve the Minutes of the 2025 Annual General Meeting of Shareholders held on 29 April 2025**

The moderator reported to the Meeting that the Company had convened the 2025 Annual General Meeting of Shareholders on 29 April 2025. The Company had prepared the Minutes of the 2025 Annual General Meeting of Shareholders and submitted such minutes to The Stock Exchange of Thailand and the Ministry of Commerce of Thailand as required by law. In addition, the Company had published the said minutes on the Company's website and had delivered the minutes to all shareholders in advance together with the Notice of this Meeting. No shareholder had proposed any amendment to such minutes. The Board of Directors therefore deemed it appropriate to propose the Minutes of the 2025 Annual General Meeting of Shareholders held on 29 April 2025 for the shareholders' consideration and approval.

The Chairman invited the shareholders attending the Meeting to ask questions and express their opinions.

As no shareholder raised any questions or additional comments, the Meeting was requested to cast votes on this agenda item, which required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the Minutes of the 2025 Annual General Meeting of Shareholders held on 29 April 2025 by a majority vote of the shareholders attending the Meeting and casting their votes, with the voting results as follows:

Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their votes
Approve	191,540,144	100
Disapprove	0	0
Abstain	14,582,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>



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## Agenda 2 To Acknowledge the Company's Operating Results for the Year 2025 Ended 31 December 2025

The moderator informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to acknowledge the Company's operating results and significant changes during the year 2025, details of which appeared in the 2025 Annual Report in QR Code format enclosed with the Notice of the Meeting previously delivered to the shareholders. In this regard, Mr. Wacharidpon Piyawatpanich, Head of Accounting and Finance Department of the Company, was invited to present the Company's operating results for the previous year and the Company's financial position for the year 2025 ended 31 December 2025 to the Meeting for acknowledgement.

Mr. Wacharidpon Piyawatpanich, Head of Accounting and Finance Department of the Company, reported to the Meeting as follows:

Regarding the Company's operating results, permission was sought to present the information in accordance with the details shown in the presentation slides, beginning with the revenues and expenses under the consolidated financial statements prepared in accordance with generally accepted accounting standards. As shown in the presentation, although the Company's revenue decreased compared to the previous year, the Company was still able to maintain a better gross profit margin than the previous year. In 2024, the Company's gross profit margin was 19 percent, while in 2025, the gross profit margin increased to 21 percent, reflecting the Company's efficiency in cost management.

However, although the Company currently continued to incur a net loss, the management has continuously improved and managed the Company's operations in order to reduce the net loss and enable the Company to return to net profitability in the future.

The Company then proceeded to present the trends of key figures relating to revenue and net profit in order to reflect the changes and the Company's efforts to improve operational efficiency. A key point was the Company's ability to halt the losses incurred in 2024, during which the Company experienced a significant net loss. Nevertheless, through the management's efforts in improving operations and managing costs efficiently, the Company was able to halt such losses in 2025. At the same time, the Company was able to maintain a satisfactory gross profit margin despite the decline in revenue, reflecting the Company's effective cost management.



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The Meeting was then presented with an analysis of the revenue structure categorized by type of revenue, showing the proportion of the Company's principal revenues in comparison between 2024 and 2025. Although the Company's overall principal revenue decreased, revenue from the VFX and Cinematic business remained at a level comparable to the previous year.

Details of the Company's assets, liabilities, and shareholders' equity were presented in the Presentation. Although the Company's total assets decreased significantly, the Company's key principal assets still retained stronger potential to generate revenue in the future compared to the past. As of the end of 2025, the quality of the Company's assets had improved significantly compared to the previous year.

With respect to liabilities, as of the end of 2025, the Company's liabilities decreased to approximately 53 percent compared to the previous year. As for shareholders' equity, although the Company continued to have accumulated losses exceeding its capital, the management was in the process of considering and negotiating additional new projects. To summarize the key points of the 2025 financial statements presentation, the Company highlighted the following three key matters:

1. The Company was able to halt the losses incurred in 2024, reflecting the management's efforts and the clear direction of operational improvement.
2. The gross profit margin increased compared to the previous year, reflecting effective cost control despite the decline in sales.
3. The Company's financial structure became stronger, as reflected by the reduction in liabilities, which enhanced the Company's stability and preparedness for future growth.

These factors not only reflected the challenges faced by the Company during the past period, but also demonstrated the management's commitment and confidence in improving the Company's operations.

The Company hoped that this presentation would provide shareholders with a clearer understanding and reinforce their confidence that the Company was conducting its business in an appropriate direction.

The Meeting was therefore requested to acknowledge this agenda item as presented.

The Chairman invited the shareholders attending the Meeting to ask questions and express their opinions.



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As no shareholder raised any questions or additional comments, the Meeting was requested to proceed to the next agenda item. Since this agenda item was for acknowledgment, no voting was required.

**Resolution:** The Meeting acknowledged the Company's operating results for the year 2025 ended 31 December 2025.

**Agenda 3** To Consider and Approve the Company's Financial Statements for the Year 2025 Ended 31 December 2025

The moderator informed the Meeting that, in compliance with the Public Limited Companies Act B.E. 2535 (1992) (as amended), the Company was required to prepare the statement of financial position and the profit and loss statement as of the end of the Company's fiscal year, which had been audited by the certified public auditor and reviewed and approved by the Audit Committee, and to propose the same to the Annual General Meeting of Shareholders for approval.

The Audit Committee was of the opinion that the Company's accounting and financial reporting process had adequate internal control systems, providing confidence that the financial statements accurately reflected the Company's financial position and operating results in accordance with the accounting standards prescribed by law. In addition, the financial statements contained adequate and timely disclosure for the benefit of shareholders, investors, and users of the financial statements in making investment decisions.

The moderator further informed the Meeting that the Board of Directors deemed it appropriate to propose the Company's financial statements for the year 2025 ended 31 December 2025 to the Annual General Meeting of Shareholders for approval.

The Chairman gave the shareholders attending the Meeting an opportunity to raise questions and express their opinions regarding this agenda item.

**Ms. Theeraprapha Yooruamjai, proxy from the Thai Investors Association.**

**inquired**

**Question 1:** Referring to Note 10 to the financial statements, revenue from the game business decreased significantly from THB 64.52 million in 2024 to only THB 10.08 million in 2025, representing a decrease of more than 84 percent. The shareholder therefore inquired about the management's view on the



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recovery of the game business and the Company's proactive plans regarding the development of new content or strategic collaborations with domestic and international partners in order to restore revenue growth.

**คำตอบที่ 1** Mr. Santasiri Sirikul, Director of the Company, clarified that during the past year, the Company had focused its investment and dedicated substantial resources to the full-scale development of new games in order to enhance the Company's game development process. The Company had developed new games that had not previously been launched in the market. For 2026, the Company had established three key operational plans as follows:

1. Gradual launch of new games developed by the Company during the past year;
2. Focusing on the work-for-hire game development business for external clients in order to generate short-term revenue and strengthen business liquidity; and
3. Expanding collaborations with overseas partners, whereby the Company expected to announce concrete partnerships with international partners within this year.

In this regard, the Company confirmed that tangible progress in YGG's game business would definitely become apparent within this year.

**Question 2:** As the Company has incurred losses continuously for the past two years, the shareholder inquired whether the Company had any plans or measures to improve its operating results and return to profitability in both the short-term and medium-term, and when the results of such measures were expected to become apparent.

**Answer 2:** Mr. Santasiri Sirikul, Director of the Company, clarified that with respect to the Company's restructuring and turnaround plan, the actions undertaken by the Company were not merely future plans, but measures that had already been implemented and completed during the past year, with the key details as follows:

1. The Company had implemented cost reduction measures and organizational restructuring under a lean cost organization approach in order to improve cash flow management efficiency and enhance operational agility.
2. The Company had expanded its network of collaborations with international partners. Going forward, the Company's business strategy would not focus solely on the commercialization of the Company's own intellectual property ("IP"), but would also include acting as a representative and partner in distributing IPs of both domestic and international partners, thereby diversifying the Company's revenue channels.



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3. The Company had adopted AI technology to enhance the organization’s productivity, both in terms of cost reduction and operational efficiency, under the streamlined organizational structure already implemented.

In this regard, the Company informed the shareholders that all three measures had already been completed during the past year, and the Company expected to begin seeing tangible results from its operations and business expansion within this year.

**Mr. Akrawat Ruengkitakkara, a shareholder attending the Meeting in person.**

**inquired**

**Question 1:** As the Company has continuously incurred losses, although its operating results have shown signs of improvement, the shareholder inquired whether the Company currently had any liquidity issues.

**Answer 1:** Mr. Santasiri Sirikul, Director of the Company, clarified that from the Company’s operations over the past period, the Company had streamlined its organizational structure and appropriately managed costs in order to improve cost structure efficiency and strengthen financial liquidity. As a result, the Company currently had no liquidity issues. In this regard, under the Company’s short-term and medium-term operational plans, the Company would focus on the work-for-hire business, which was capable of generating cash flow and recognizing revenue within a relatively short period of time. In addition, the Company continued to receive support from private placement (PP) investors, who remained shareholders of the Company and were prepared to support the Company in future projects.

As no shareholder raised any questions or additional comments, the Meeting was requested to cast votes on this agenda item, which required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the Company’s financial statements for the year 2025 ended 31 December 2025 by a majority vote of the shareholders attending the Meeting and casting their votes, with the voting results as follows:



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Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their votes
Approve	198,048,144	100
Disapprove	0	0
Abstain	8,074,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>

**Agenda 4 To Consider and Approve the Omission of Dividend Payment for the Operating Results for the Year Ended 31 December 2025**

The Chairman informed the Meeting that the Company had a policy to pay dividends to shareholders at a rate of not less than 40 percent of the net profit based on the separate financial statements of the Company after deduction of taxes, legal reserves, and other reserves (if any). However, such dividend payment might be subject to change depending on the Company's operating results, business expansion plans, liquidity, necessity, and other appropriateness in the future.

The Board of Directors resolved to propose the omission of dividend payment for the operating results for the year ended 31 December 2025, as the Company incurred a loss for the year.

The Chairman invited the shareholders attending the Meeting to ask questions and express their opinions.

As no shareholder raised any questions or additional comments, the Meeting was requested to cast votes on this agenda item, which required approval by a majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the omission of dividend payment for the operating results for the year ended 31 December 2025 by a majority vote of the shareholders attending the Meeting and casting their votes, with the voting results as follows:



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Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their votes
Approve	192,668,144	100
Disapprove	0	0
Abstain	13,454,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>

**Agenda 5 To Consider and Approve the Appointment of Directors to Replace the Directors Retiring by Rotation**

The moderator informed the Meeting that, in compliance with the principles of good corporate governance, the director retiring by rotation would temporarily leave the meeting room during the consideration of this agenda item and would be invited back to the Meeting upon completion of the consideration. In this regard, Mr. Kris Nalamlieng, Director, retired by rotation upon completion of his term of office.

To comply with Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 16 of the Company's Articles of Association, at every annual general meeting of shareholders, at least one-third of the total number of directors must retire by rotation. If the number of directors could not be divided equally into three parts, the number nearest to one-third should retire. Directors retiring by rotation might be re-elected to continue their office.

At the 2026 Annual General Meeting of Shareholders, two directors, representing one-third of the total number of directors, were required to retire by rotation, namely:

1. Mr. Kris Nalamlieng Director / Nomination and Remuneration Committee Member / Chairman of the Risk Management and Sustainability Committee
2. Ms. Sirakarn Sudhikiat Director / Chairman of the Executive Committee / Risk Management and Sustainability Committee Member

As Ms. Sirakarn Sudhikiat, one of the directors due to retire by rotation, did not wish to seek re-election, she submitted her resignation letter to the Company on 27 February 2026, effective from 6 March 2026 onwards.





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348 ซอยลาดพร้าว 94 (ปิ่นจุมิตร) แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ ประเทศไทย 10310 โทร: (662)-934-4364 โทรสาร: (662)-934-4560

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#### 1) Mr. Kris Nalamlieng

Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their Votes
Approve	198,048,144	100
Disapprove	0	0
Abstain	8,074,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>

#### Agenda 6 To Consider and Approve the Determination of Directors' Remuneration for the Year 2026

The moderator informed the Meeting that, pursuant to Article 17 of the Company's Articles of Association, directors are entitled to receive directors' remuneration and benefits as determined by the shareholders' meeting.

At the Nomination and Remuneration Committee Meeting No. 1/2026 held on 27 February 2026, the Committee considered the determination of directors' remuneration by taking into account the appropriateness of the directors' duties and responsibilities, as well as by comparing with other companies in the same industry and of similar size. The Committee resolved to propose to the Board of Directors to further propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the directors' remuneration for the year 2026. The meeting allowance for directors attending the meetings shall remain at the same rates and under the same criteria as those of the year 2025, as detailed in the following table:

#### Comparison of Directors' Meeting Allowances for 2026 and 2025

Position	Meeting Allowance 2026 (THB/person/meeting) (Proposed Year)	Meeting Allowance 2025 (THB/person/meeting)
Chairman of the Board of Directors	22,000	22,000
Director	16,500	16,500
Chairman of the Audit Committee	22,000	22,000
Audit Committee Member	16,500	16,500
Chairman of the Nomination and Remuneration Committee	22,000	22,000



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Position	Meeting Allowance 2026 (THB/person/meeting) (Proposed Year)	Meeting Allowance 2025 (THB/person/meeting)
Nomination and Remuneration Committee Member	16,500	16,500
Chairman of the Risk Management and Sustainability Committee	22,000	22,000
Risk Management and Sustainability Committee Member	16,500	16,500

The Board of Directors concurred with the recommendation of the Nomination and Remuneration Committee and deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders for approval the determination of directors' remuneration for the year 2026 as detailed above.

The Chairman gave the shareholders attending the Meeting an opportunity to raise questions and express their opinions regarding this agenda item.

As no shareholder raised any further questions or comments, the matter was proposed to the meeting for consideration and voting. This agenda item required approval by not less than two-thirds of the votes of the shareholders present at the meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the determination of directors' remuneration for the year 2026 by not less than two-thirds of the votes of the shareholders attending the Meeting and casting their votes, with the voting results as follows:

Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their votes
Approve	191,540,144	100
Disapprove	0	0
Abstain	14,582,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>



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**Agenda 7 To Consider and Approve the Appointment of Auditors and the Determination of Audit Fees for the Year 2026**

The moderator informed the Meeting that, pursuant to Sections 120 and 121 of the Public Limited Companies Act B.E. 2535 (1992), the Annual General Meeting of Shareholders is required to appoint the auditor and determine the audit fees on an annual basis. In addition, Article 38 of the Company’s Articles of Association stipulates that the auditor must not be a director, employee, staff member, or hold any position in the Company.

The Audit Committee deemed it appropriate to propose to the Board of Directors for consideration and approval the change of the Company’s auditor from DIA International Audit Co., Ltd. (the “former auditor”) to A & A Office Co., Ltd. as the Company’s auditor for the year 2026. This was due to the fact that the proposed auditor has relevant auditing experience and offered audit fees that are appropriate and in the best interest of the Company. In addition, the auditor is independent and has no relationship or conflict of interest with the Company, its management, major shareholders, or related persons of such individuals, in accordance with Article 38 of the Company’s Articles of Association.

The Board of Directors concurred with the recommendation of the Audit Committee and deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval the change of the Company’s auditor, and to propose the appointment of auditors from A & A Office Co., Ltd. as the Company’s auditors for the year 2026, with the following names:

1. Mr. Preecha Suan Certified Public Accountant No. 6718; or
2. Ms. Yuphin Chumjai Certified Public Accountant No. 8622; or
3. Mr. Somchat Kalasuk Certified Public Accountant No. 9669; or
4. Mr. Apichat Boongird Certified Public Accountant No. 4963; or
5. Ms. Pitinun Pattaraklitidej Certified Public Accountant No. 10467; or
6. Ms. Ratchaneekorn Phanthulee Certified Public Accountant No. 7985

Any one of the above auditors shall be authorized to conduct the audit and express an opinion on the Company’s financial statements. In the event that any of the above certified auditors is unable to perform his or her duties, A&A Office Co., Ltd. shall appoint another certified public auditor from A&A Office Co., Ltd. to act in replacement. The audit fee for the Company for the year 2026 is fixed at THB 1,000,000.



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In addition, the auditors will also serve as the auditors of 3 subsidiaries and 1 joint venture company, with the audit fees for the subsidiaries and the joint venture company for the year 2026 fixed at THB 200,000, resulting in a total audit fee of THB 1,200,000. In this regard, the audit fees of the Company and its subsidiaries do not include other expenses (Out of Pocket Expenses), such as domestic travelling expenses, photocopying charges, stamp duty, and other related expenses.

The Board of Directors concurred with the recommendation of the Audit Committee and deemed it appropriate to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval the appointment of the Company's auditor and the determination of audit fees for the year 2026, as detailed above.

The Chairman invited the shareholders attending the meeting to raise questions and express their opinions.

As no shareholder raised any further questions or comments, the matter was proposed to the meeting for consideration and voting. This agenda item required approval by not less than two-thirds of the votes of the shareholders present at the meeting and casting their votes.

**Resolution:** The Meeting resolved to approve the appointment of the auditor and the determination of audit fees for the year 2026 by a majority vote of the shareholders attending the Meeting and casting their votes, with the voting results as follows:

Resolution	Number of Votes	Percentage of Total Votes of Shareholders Attending the Meeting and Casting Their votes
Approve	198,040,144	100
Disapprove	0	0
Abstain	8,082,895	-
<b>Total</b>	<b>206,123,039</b>	<b>100</b>



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## Agenda 8 To Consider Other Matters (if any)

The moderator informed the Meeting that, pursuant to Section 105 paragraph 2 of the Public Limited Companies Act B.E. 2535 (1992) (as amended), shareholders holding shares amounting to not less than one-third of the total issued shares may request the Meeting to consider matters other than those specified in the Notice of Meeting. In the event that no shareholders proposed any additional matters for consideration in accordance with the legal requirements, no resolution would be passed under this agenda item.

The agenda items proposed for consideration as set out in the Notice of the 2026 Annual General Meeting of Shareholders had now been duly completed. There were no additional matters submitted for consideration by the Meeting.

Accordingly, the Meeting proceeded to the question-and-answer session, and shareholders with any questions or inquiries regarding the Company were invited to raise them.

The Chairman invited the shareholders attending the meeting to raise questions and express their opinions.

Mr. Shinnapat Tatiyanate, a shareholder who had submitted questions in advance via the Company's email, asked as follows:

### inquired

**Question 1:** The shareholder kindly requested the Company to provide information regarding the new director and Acting Chief Executive Officer, Mr. Prasob Juwiwat, including his personal background, education, and work experience, as well as his relationship with Mr. Tanat Juwiwat, since they share the same surname. The shareholder also inquired about the Company's confidence, recovery plan, and approach to building trust among customers, business partners, and shareholders.

**Answer 1:** Mr. Santasiri Sirikul, Director of the Company, clarified that Mr. Prasob Juwiwat is an executive with more than 25 years of operational management experience in large organizations, including Power Buy and CRC Thai Watsadu. He possesses strong expertise in cost control and business turnaround under challenging business conditions, which the Company considers suitable for its current situation. The Company has already disclosed the relationship between Mr. Prasob Juwiwat and Mr. Tanat Juwiwat, who are siblings.



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Currently, Mr. Prasob Juviwat serves as Acting Chief Executive Officer during the period in which the Company is in the process of recruiting a new Chief Executive Officer.

**Question 2:** The shareholder inquired Mr. Kris Nalamlieng regarding his approach to supporting the Company in recovering revenue and profitability.

**Answer 2:** Mr. Kris Nalamlieng, Director of the Company, clarified that he has more than 20 years of experience in the content industry and has been involved in the development of intellectual property (IP), gaming, and animation-related industries, which are aligned with the nature of YGG's business operations. In this regard, his role is focused on providing guidance and setting strategic directions for the Company's business growth, both domestically and internationally, leveraging his network of relationships in both the public and private sectors within the creative and content industries. In addition, he emphasized the importance of investment risk management, together with the promotion of transparency and good corporate governance in the Company's business operations.

**Question 3:** The shareholder inquired whether Mr. Kris Nalamlieng, who currently holds approximately 700,000 shares in the Company, had any intention to further invest in the Company, and whether other executives, such as Mr. Prasob Juviwat, had any plans to invest in the Company's shares as a demonstration of confidence in the business.

**Answer 3:** Mr. Kris Nalamlieng, Director of the Company, clarified that the shares of YGG currently held by him were initially invested during the Company's initial public offering (IPO), with additional shares gradually acquired thereafter, albeit in a relatively small amount. Such shareholding reflects his confidence in YGG and the content industry in Thailand. However, upon assuming the position of director, he has no plan to purchase additional shares, as he must take into account potential conflicts of interest and relevant corporate governance principles. In general, directors typically refrain from further trading in the Company's shares during their tenure. He also stated that he could not comment on any future purchase or sale of shares but reaffirmed his continued confidence in the Company and the Thai content industry as a whole.

**Question 4:** From the latest list of shareholders, it was noted that Ms. Akarapltta Meechaiwong is the largest shareholder of the Company, who is part of the Private Placement (PP) investor group previously approved by the Company. The shareholder therefore inquired whether there were any updates regarding this



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matter, such as whether the existing investor group still maintained their investment plans or whether new investors would replace them.

**Answer 4:** Mr. Santasiri Sirikul, Director of the Company, clarified that Ms. Akarapltta Meechaiwong, the Company's largest shareholder, continues to hold shares in the Company, which reflects the confidence of the Private Placement (PP) investor group in the Company. However, regarding the details of the PP investor structure, as well as any business expansion plans or new projects, the Company is currently unable to disclose such information. The Company will disclose information in accordance with the rules and regulations of the Securities and Exchange Commission (SEC). If the Company has any new projects or material information that can be disclosed, it will inform shareholders and investors via the electronic disclosure system of The Stock Exchange of Thailand

accordingly.

**Question 5:** The shareholder inquired about the management's revenue target for 2026, expected growth percentage compared to 2025, and the period in which the Company is expected to break even or return to profitability, as well as the key strategies to achieve such targets.

**Answer 5:** Mr. Santasiri Sirikul, Director of the Company, clarified that the Company would like to refrain from providing forward-looking financial forecasts in the Meeting, as such information must be disclosed in accordance with relevant regulatory requirements for listed companies. However, the Company confirmed its key business directions, which consist of three main areas:

1. Cost management
2. Expansion of business partnerships
3. Adoption of AI technology to enhance operational efficiency

In addition, the Company's core strategy going forward will focus on the work-for-hire business, which is capable of generating relatively fast revenue recognition. The Company will also apply AI technology in actual operations to reduce costs and improve margins. Furthermore, the Company plans to expand its business partnerships to support market expansion, as well as gradually launch its intellectual property (IP) during the year. The Company expects that these initiatives will begin to generate tangible operational results and profitability within this year.



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**Question 6:** As the Company has incurred continuous losses, the shareholder inquired about the Company's current liquidity position and whether it is still able to operate according to its business plan.

**Answer 6:** Mr. Santasiri Sirikul, Director of the Company, clarified that the Company continues to focus on the same strategic direction as previously explained. This year, the Company places emphasis on the work-for-hire business, which is capable of generating cash flow and revenue recovery within a relatively short period of time. In addition, the Company has implemented cost reduction measures over the past year, resulting in improved liquidity and better working capital management capability. The fact that the Private Placement (PP) investor group continues to hold shares in the Company reflects confidence in the Company and its business direction. If there are any new projects or additional operational plans, the Company will propose them to the Board of Directors for consideration in accordance with the relevant procedures. The Company continues to receive ongoing support from its investor groups.

**Question 7:** The shareholder requested the management to provide further details and examples regarding the Company's previously presented four strategic directions, namely: 1.expansion of VFX, Animation, and Production services; 2. development of high-potential IP; 3. building partnerships domestically and internationally; and 4. development of new revenue channels suitable for market conditions The shareholder further inquired about the objectives and implementation approach for each strategy in the current year.

**Answer 7:** Mr. Santasiri Sirikul, Director of the Company, clarified that the four strategic directions are interconnected and mutually supportive rather than being implemented separately. The Company has established ongoing plans and operational frameworks to develop each area continuously. For the Visual Effects (VFX) and Animation business, the Company has adopted AI technology across various production processes to enhance productivity and significantly reduce costs. Regarding the intellectual property (IP) business, the Company focuses not only on IP development but also on commercial expansion in multiple forms, including games, animation, merchandising, and licensing. The Company expects these initiatives to gradually become more tangible within the year. For international partnerships, the Company emphasizes strategic partnerships aimed at co-creating value and expanding monetization opportunities of IP. The Company is not limited to selling its own IP but also supports the distribution and expansion of partners' IP in international markets, thereby diversifying its revenue streams. In addition, for the production or work-for-hire business, the



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Company is developing initiatives related to licensing, co-development, and AI-driven creativity. Such projects will be proposed to the Board of Directors for consideration and will be disclosed in accordance with relevant regulations thereafter.

**Question 8:** The shareholder noted that the Company currently has approximately 20 employees, a significant reduction from the previous level. The shareholder inquired about management’s perspective on this matter, and how the Company, with such a workforce size, is able to deliver work to clients and execute its four strategic directions to generate revenue and profit, as well as maintain customer confidence.

**Answer 8:** Mr. Santasiri Sirikul, Director of the Company, clarified that this does not represent a simple reduction of employees to only 20 persons. Following the organizational restructuring and cost management adjustments under the challenging conditions of the previous year, the Company has retained a core team of high-potential and efficient personnel. Currently, the Company operates with approximately 20 core team members who are fully capable of supporting business operations and have been appropriately selected through a structured evaluation process. In addition, the Company plans to leverage AI technology to support productivity, thereby significantly enhancing operational efficiency and output. For large-scale projects, the Company will adopt a collaborative approach by working with business partners and specialized professionals. The Company has continuously built a network of such partnerships to enhance operational capabilities, improve flexibility in project execution, and expand business opportunities, while maintaining service quality at a level that ensures customer satisfaction.

**Question 9:** The shareholder inquired about the Company’s current backlog (work-in-progress value) to be delivered and which projects will serve as key drivers of revenue for the year.

**Answer 9:** Mr. Santasiri Sirikul, Director of the Company, clarified that the Company currently has a total of 8 ongoing projects in its pipeline, which can be categorized into three groups based on project size as follows:

1. Small-sized projects (Size S): project value below THB 30 million, approximately 4 projects
2. Medium-sized projects (Size M): project value between THB 30–70 million, approximately 2 projects
3. Large-sized projects (Size L): project value above THB 70 million, approximately 2 projects



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The total value of all such projects exceeds THB 100 million, and the Company aims to successfully push forward and close these projects. However, the Company acknowledges that, due to the nature of the business, it may not be possible to successfully complete every project in full. Nevertheless, the Company remains confident in its ability to continuously expand and add new projects to its pipeline.

As for the details of each project, the Company would first like to present and discuss them with the Board of Directors. If there are any projects for which information can be disclosed, the Company will further disclose such information through the system of the Stock Exchange of Thailand.

**Question 10:** The shareholder inquired about the current status of the “Home Sweet Home Return” project and whether there is a planned release timeline within the year, or if the schedule has not yet been finalized.

**Answer 10:** Mr. Santasiri Sirikul, Director of the Company, clarified that the “Home Sweet Home: Rebirth” project remains one of the Company’s key projects. The Company has applied lessons learned and experiences gained from past operations to carefully improve and further develop the project. The Company has placed significant importance on the full development of the project in order to ensure that the final product is as complete and refined as possible, including addressing various issues that had arisen in the past, so that the released product will appropriately meet the expectations of players and game fans.

As for the project launch timeline, it is currently under consideration and no definite conclusion has yet been reached. Nevertheless, the Company confirms that future releases will be developed with significantly improved quality in order to align with the expectations of the Company’s followers and game fans.

**Mr. Pavanut Ramanvong, a shareholder attending the meeting in person.**

**inquired**

**Question 1:** The shareholder inquired about the Company’s performance outlook for the current year.

**Answer 1:** Mr. Santasiri Sirikul, Director of the Company, clarified that the response can be divided into two parts. Regarding the overall business outlook for the current year, the Company has implemented cost reduction measures (Lean Cost) together with the adoption of AI technology to enhance



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operational efficiency. The Company expects that these initiatives will support a business turnaround and enable the Company to return to profitability by the end of this year. For the first-quarter performance, the Company expects to announce the detailed financial results to shareholders and investors in accordance with the scheduled disclosure timeline.

**Mr. Akrawat Ruengkitakkara, a shareholder attending the meeting in person.**

**inquired**

**Question 1:** The shareholder inquired that since Mr. Prasob Juwiat has resigned from the position of Chief Executive Officer (CEO) and is currently serving in an acting capacity, what the Company's plan is for recruiting a new CEO, and what qualifications the Company is seeking in a leader capable of driving a business turnaround.

**Answer 1:** Mr. Santasiri Sirikul, Director of the Company, clarified that Mr. Prasop Juwiat has not resigned from such position in any manner. The Company invited Mr. Prasop Juwiat to oversee the Company's management at present due to his experience in management, cost control, and business turnaround, which are qualifications that align with the Company's needs at this time.

**Mr. Chaiyapha Bhantomas, a shareholder attending the meeting in person.**

**inquired**

**Question 1:** The shareholder inquired about the Company's approach regarding projects or work where costs or accrued revenues cannot be collected from customers.

**Answer 1:** Mr. Santasiri Sirikul, Director of the Company, clarified that such cases can be categorized into several types, and shareholders may refer to the Company's annual financial statements for further details. The Company considers each case based on factual circumstances and business appropriateness. In some situations, although the Company may continue pursuing collection efforts or legal proceedings, if it is assessed that such actions are not cost-effective in terms of time and resources, the Company will manage the matter accordingly. However, the Company continues to prioritize business restructuring and its turnaround plan to enable profitability within this year. For amounts that are still collectible, the Company will continue its recovery process. For items with low probability of collection, the



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Company may consider impairment in accordance with accounting standards, while focusing on future business operations as a priority.

The Meeting moderator informed the Meeting that, as no shareholder or proxy wished to raise any further questions or express additional opinions, the Meeting would proceed accordingly.

The Chairman of the Meeting, Mr. Kematat Paladesh, was invited to deliver the closing remarks and formally declare the 2026 Annual General Meeting of Shareholders closed.

Mr. Kematat Paladesh, Chairman of the Meeting, declared the meeting closed and stated that, on behalf of Yggdrazil Group Public Company Limited, he would like to express his sincere appreciation to all shareholders and proxies for taking the time to attend the meeting and consider the relevant agenda items, as well as acknowledge the Company's business direction and operational goals, which the Board of Directors is committed to pursuing in order to achieve sustainable business growth. He also extended his best wishes to all shareholders, proxies, and their families for happiness and prosperity. He then thanked all attendees and declared the meeting adjourned.

**The Meeting was adjourned at 12.00 hrs.**

Signed.....

(Mr. Kematat Paladesh)

Chairman of the Board of Directors

Signed.....

(Ms. Salinna Dangkomen)

Minutes Recorder and Report Preparer