NOTICE OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

MK Restaurant Group Public Company Limited

Tuesday 28th April 2026 at 14.00 hours

through an Electronic Meeting

(E-AGM)

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March 17, 2026

Subject Invitation to attend the 2026 Annual General Meeting of Shareholders

To Shareholders of MK Restaurant Group Public Company Limited

Enclosures:

1. Annual Report (Form 56-1 One Report) for the year 2025 in the form of QR Code
2. Profiles of the retiring directors who are being nominated for re-election
3. The Company's Articles of Association in respect of the rules and procedures governing the Meeting of Shareholders
4. Proxy Forms B
5. Profiles of the independent directors who are designated to act as proxies for shareholders
6. Definition of independent directors
7. Documents required for attending the E-AGM
8. Guidelines and procedures for attending the E-AGM through electronic meeting platform
9. Form for submission of questions prior to the E-AGM

NOTICE IS HEREBY GIVEN that in accordance with the resolution of the Board of Directors' Meeting No.1/2026 held on February 26, 2026, the 2026 Annual General Meeting of Shareholders of the Company will be held on Tuesday of April 28, 2026 at 14.00 hours via an electronic meeting platform (E-AGM) only to consider the following agenda:

Agenda 1 To acknowledge the Report of the Board of Directors for the year 2025

Background Information: The report on the performance of the Company for the year ended December 31, 2025, is presented in the Company's 2025 Annual Report, a copy of which is enclosed herewith as Enclosure 1.

Board's Opinion: The Meeting should acknowledge the 2025 Annual Report as presented by the Board of Directors.

Required Vote: This agenda is for acknowledgement and does not require voting.

Agenda 2 To consider and approve the financial statements for the year ended December 31, 2025

Background Information: In order to comply with Section 112 of the Public Limited Companies Act B.E. 2535, the Board has arranged to have the financial statements for the year ended December 31, 2025, properly prepared and submitted to the 2026 Annual General Meeting of Shareholders for approval. Details of the Company's financial statements for the year ended December 31, 2025, are presented in the 2025 Annual Report as per Enclosure 1.

Board's Opinion: The Meeting should approve the Company's financial statements for the year ended December 31, 2025, which have been duly audited and certified by the Company's auditors of EY Office Limited and were also reviewed by the Audit Committee.

Required Vote: The majority vote of shareholders who attend the meeting and cast their votes.

Agenda 3 To consider and approve the appropriation of profit and dividend payment for the year 2025

Background Information: It is the Company's policy to pay dividends to shareholders at least 50 percent of its consolidated net profit after appropriation for legal reserve. However, such

dividend payout ratio may be adjusted subject to the Company's operating result, financial position, liquidity and the need for funds to support future business expansions of the Company and its subsidiaries. In 2025, the Company recorded a consolidated net profit of Baht 838 million and is eligible to pay dividend according to Section 115 of the Public Limited Companies Act B.E. 2535 which stated that dividend shall not be paid other than out of profits. Based on the operating result for the year 2025, strong financial position, high liquidity, and adequate funds available for future business expansions, the Meeting of the Board of Directors on February 26, 2026 resolved to propose to the 2026 Annual General Meeting of Shareholders for approval of a dividend payment of Baht 1.00 per share for the year 2025. The total dividend payment will amount to Baht 903.62 million representing a dividend payout ratio of 108 percent of the consolidated net profit of the Company which is in line with the Company's dividend policy as mentioned above. A comparison of the dividend payment to the preceding year is as follows:

Details of dividend payment	Year 2025	Year 2024
1. Profit for the year on consolidated financial statements (million Baht)	838	1,442
2. Dividend (Baht/share)	1.00 Comprising of (1) Interim dividend 0.50 Baht/share (2) Final dividend 0.50 Baht/share	1.50 Comprising of (1) Interim dividend 0.50 Baht/share (2) Final dividend 1.00 Baht/share
3. Dividend payout ratio	108%	94%

Board's Opinion: The Meeting should approve the dividend payment for the year 2025 at the rate of Baht 1.00 per share or Baht 903.62 million in total. As an interim dividend of Baht 0.50 per share totaling Baht 451.80 million was paid by the Company on September 11, 2025, the final dividend of Baht 0.50 per share totaling Baht 451.81 million, subject to the approval of the shareholders, will be paid on May 26, 2026.

Such dividend payments are paid from the Company's net profit and retained earnings which are subject to the corporate income tax of 20%. Shareholders who are natural persons are entitled to claim tax credit which equals to the dividend received times ¼.

In this regard, the Company sets the date for determining the names of shareholders who shall be entitled to receive the dividend (Record Date) on May 12, 2026.

Required Vote: The majority vote of shareholders who attend the meeting and cast their votes.

Agenda 4 To elect directors in place of those retiring by rotation

Background Information: Article 18 of the Company's Articles of Association stipulates that at every annual general meeting of shareholders, one third of the directors shall vacate in proportion. The director who has held office longest shall vacate and a director who vacates office may be re-elected. In this 2026 Annual General Meeting of Shareholders, four directors are due to retire by rotation, namely:

1. Mr. Rit Thirakomen — Chairman and Chief Executive Officer
2. Mr. Somchai Hanjitkasem — Director

3. Mr. Thanong Chotisorayuth Independent Director

4. Prof. Dr. Prasit Watanapa Independent Director

The Company has provided an opportunity for the shareholders to nominate qualified persons to be elected as directors of the Company during October 8, 2025 – December 30, 2025. However, no shareholder nominated any person for consideration as candidate for directorship.

In respect of the nomination of qualified persons to replace the directors retiring by rotation, the Corporate Governance, Sustainability, Nominating and Compensation Committee recommended that the retiring directors namely, Mr. Rit Thirakomen, Mr. Somchai Hanjitkasem, Mr. Thanong Chotisorayuth and Prof. Dr. Prasit Watanapa, be reappointed as the directors of the Company for another term because they meet the required qualifications of the Company, attended Board meetings regularly, and were able to provide constructive and useful recommendations to the meetings.

Board's Opinion: The Board of Directors, excluding the directors having conflict of interest, recommend that the four retiring directors namely, Mr. Rit Thirakomen, Mr. Somchai Hanjitkasem, Mr. Thanong Chotisorayuth and Prof. Dr. Prasit Watanapa, be re-appointed as the directors of the Company for another term as they have been reviewed according to the process set by the Company, meet the relevant criteria and are suitable for the Company's business operations.

Profiles of the nominated candidates and the definition of independent directors are presented in Enclosure 2 and 6 respectively.

In this regard, Mr. Thanong Chotisorayuth has held position as independent director for more than 9 years; however, he has knowledge, experience and expertise in various areas as required by the Company and he has well understood in the Company's business and is able to provide valuable recommendations to the Company. Therefore, he is qualified to continue to be independent directors.

In addition, the Board considered and concluded that the independent director could provide opinions independently and have the qualifications in accordance with relevant regulations concerning the independent director.

Required Vote: The majority vote of shareholders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the remuneration of directors

Background Information: Section 90 of the Public Limited Companies Act B.E. 2535 stipulates that "in case where the Articles of Association of the Company is not stipulated, the payment of remuneration shall be in accordance with the resolution of the Meeting of Shareholders". The Board of Directors assigned the Corporate Governance, Sustainability, Nominating and Compensation Committee to consider the directors' remunerations in accordance with the following principles and guidelines: (1) The remuneration of directors should commensurate with the duties and responsibilities of each director. In addition, the remuneration of directors should be comparable to that of other companies with good corporate governance and having similar size. (2) The compensation which is paid to directors in accordance with the annual performance of the Company, such as directors' annual bonus, should be linked to the payment of dividends to shareholders. (3) Executives of the Company who also serve as directors of the

Company shall not be paid any additional compensation in their capacity as the directors of the Company, and (4) Remuneration of directors should be reviewed annually to ensure that it remains appropriate.

After careful deliberation, the Corporate Governance, Sustainability, Nominating and Compensation Committee recommended that the directors' remuneration for the year 2026 and the directors' annual bonus for the year 2025 be as follows:

1. The current remunerations for the Company directors and the members of the sub-committees are still appropriate and, thus, should not be changed.
2. The annual bonus for the Company's directors for the year 2025 should vary proportionally to the change of the annual dividend for the year 2025.

Board's Opinion: Based on the recommendations of the Corporate Governance, Sustainability, Nominating and Compensation Committee, the Board of Directors is of the opinion that the 2026 Annual General Meeting of Shareholders should approve the directors' remuneration for the year 2026 and the directors' annual bonus for the year 2025 as follows:

Directors' bonus

Position	For the year 2025	For the year 2024	Change from Y2024
Chairman of the Board	467,000 Baht	700,500 Baht	-233,500 Baht
Director	311,000 Baht	466,500 Baht	-155,500 Baht

Monthly retaining fee

Position	Y2026	Y2025	Change from Y2025
Chairman of the Board	37,500 Baht	37,500 Baht	-
Director	25,000 Baht	25,000 Baht	-

Attendance fee for members of the Audit Committee

Position	Y2026	Y2025	Change from Y2025
Chairman	27,000 Baht	27,000 Baht	-
Director	18,000 Baht	18,000 Baht	-

Attendance fee for members of the Board's sub-committees

Position	Y2026	Y2025	Change from Y2025
Chairman	22,500 Baht	22,500 Baht	-
Director	15,000 Baht	15,000 Baht	-

Note: Directors who are executives of the Company are not entitled to receive any compensation in their capacity as the directors of the Company.

Other benefits

-None- (No change from the previous year)

Required Vote: A vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

Agenda 6 To appoint the auditor and fix the audit fee for the year 2026

Background Information: According to the Public Limited Companies Act, the Annual General Meeting of Shareholders shall appoint an auditor and determine the auditing fee of the company every year. Thus, the 2026 Annual General Meeting of Shareholders of the Company

is required to appoint the auditor and determine the audit fee of the Company for the year 2026. In selecting the appropriate auditors with reasonable audit fee to be appointed as the auditors of the Company for the year 2026, the Audit Committee has recommended that Ms. Kamontip Lertwitworatep (Certified Public Accountant registration No.4377) and/or Ms. Siriwan Suratepin (Certified Public Accountant registration No.4604) and/or Ms. Satida Ratananurak (Certified Public Accountant registration No.4753) of EY Office Limited be appointed as the auditors of the Company and its subsidiaries for the year 2026. The audit fee as quoted by the auditor for the audit services of the Company for the year 2026 is Baht 2,600,000, increased Baht 110,000 from the previous year due to the increasing complexity of the Company's operations and the tightening of financial reporting standards.

The audit fee mentioned above does not include the non-audit fee. In 2025, the non-audit fee for the Company and its subsidiaries was Baht 360,000 including which were the fees for reviewing the information of investment promotion projects from the BOI. In 2026, the non-audit fee will be considered based on the type and quantity of services.

Note: Ms. Kamontip Lertwitworatep is the auditor who examines and provides opinions on the Company's financial statements beginning in the year 2025 as the first year.

In addition, all of the aforementioned auditors have the required qualifications in respect of the rotating of the auditor as stipulated in the Notification of the Securities and Exchange Commission because none of them has conducted the review or audit and expressed an opinion on the financial statements of the Company for the last 7 consecutive years. Furthermore, neither the audit firm of EY Office Limited nor the aforementioned auditors have any relationship or conflict of interest with the Company or its subsidiaries or executives or major shareholders or persons related to such parties.

Board's Opinion: The Board has concurred with the recommendations of the Audit Committee that the 2026 Annual General Meeting of Shareholders should appoint the auditors mentioned above as the auditors of the Company and its subsidiaries for the year 2026 and further that the Meeting should approve the proposed audit fee for the Company of Baht 2,600,000 for the year 2026.

Required Vote: The majority vote of shareholders who attend the meeting and cast their votes.

Agenda 7 Other businesses (if any)

The Company had invited the shareholders to propose the agenda for the Meeting in advance from October 8, 2025 to December 30, 2025. However, there was no shareholder to propose the agenda for the Meeting.

You are cordially invited to attend the 2026 Annual General Meeting of Shareholders on the date and time as mentioned above via electronic meeting platform.

Your Faithfully

(Mr.Rit Thirakomen)
Chief Executive Officer

Enclosure 2

Enclosure to Agenda 4: Credentials and Backgrounds of the Nominated Directors

Name	**Mr. Rit Thirakomen**
Position	Chairman and Chief Executive Officer
Date of the first appointment as director	June 2012
Years of Directorship	13 years 10 months (If include another term, 16 years 10 months)
Age	74 years
M Shareholding	Held personally 123,059,333 shares or 13.4% Held by spouse or minor children 182,396,802 shares or 19.8%
Family Relationship	Spouse of Mrs. Yupin Thirakomen
Education	Bachelor's Degree (Electrical Engineering), Chulalongkorn University
Related Training Program held by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) 97/2012
Experience	Positions in Listed Companies 2012-Present Chairman of the Board of Directors and Chief Executive Officer, MK Restaurant Group Pcl. 1989-2012 Director, MK Restaurant Group Pcl. 1986-2012 Managing Director, MK Restaurant Group Pcl. 1987-1999 Chairman of the Board of Directors, SE-EDUCATION Pcl. Positions in Non-Listed Companies 2025-Present Director, Koom Koom Co., Ltd. 2022-Present Director, LCS International Co., Ltd. 2019-Present Director, Laem Charoen Seafood Co., Ltd. 2019-Present Director, Catapult Co., Ltd. 2018-Present Director, Mark One Innovation Center Co., Ltd. 2016-Present Director, Unity Global Development Co., Ltd. 2015-Present Director, International Food Supply Co., Ltd. 2012-Present Director, Hanthi Unity Group Co., Ltd. 2006-Present Director, MK Interfood Co., Ltd. 2006-Present Director, MK Service Training Center Co., Ltd. 1999-Present Director, Global Asset Development Co., Ltd. 1991-Present Director, Totems Co., Ltd. 1990-Present Director, Precision Manufacturing Co., Ltd.
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 6/6
Nomination Procedure	Under the consideration of the Board of Directors

Name	**Mr. Somchai Hanjitkasem**
Position	Director
Date of the first appointment as director	June 2012
Years of Directorship	13 years 10 months (If include another term, 16 years 10 months)
Age	64 years
M Shareholding	Held personally 147,494,812 shares or 16.0% Held by spouse or minor children (None)
Family Relationship	Brother of Mrs. Yupin Thirakomen
Education	Bachelor's Degree, Bangkok University Master's Degree (MS), Abilene Christian University, USA
Related Training Program held by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) 97/2012 Director Accreditation Program (DAP) 6/2003 Financial Statements for Directors (FSD) 9/2004
Experience	<u>Positions in Listed Companies</u> 1989-Present Director, MK Restaurant Group Pcl. 2015-2021 Executive Vice President, MK Restaurant Group Pcl. 2012-2015 Managing Director, MK Restaurant Group Pcl. 1992-2012 Executive Vice President, MK Restaurant Group Pcl. <u>Positions in Non-Listed Companies</u> 2016-Present Director, M Performance Co., Ltd. 2016-Present Director, M HQ Co., Ltd. 2015-Present Director, International Food Supply Co., Ltd. 2012-Present Director, Hanthi Unity Group Co., Ltd. 2007-Present Director, Shellhut Entertainment Co., Ltd. 2006-Present Director, MK Interfood Co., Ltd. 2006-Present Director, MK Service Training Center Co., Ltd. 2004-Present Director, Dawiburi Villa Owner Association Co., Ltd. 1999-Present Director, Global Asset Development Co., Ltd.
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 6/6
Nomination Procedure	Under the consideration of the Board of Directors

Name	**Mr. Thanong Chotisorayuth**
Position	Independent Director
Date of the first appointment as director	June 2012
Years of Directorship	13 years 10 months (If include another term, 16 years 10 months)
Age	72 years
M Shareholding	Held personally (None) Held by spouse or minor children (None)
Family Relationship	-None-
Education	Bachelor's Degree (Electrical Engineering), Chulalongkorn University Master's Degree (Education in Educational Administration), Chulalongkorn University Honorary Doctorate in Business Administration, National Institute of Development Administration
Related Training Program held by Thai Institute of Directors Association (IOD)	Director Certification Program (DCP) 33/2003
Experience	<u>Positions in Listed Companies</u> 2012-Present Independent Director, MK Restaurant Group Pcl. 1993-Present Director, SE-EDUCATION Pcl. 1987-2018 Managing Director, SE-EDUCATION Pcl. <u>Positions in Non-Listed Companies</u> 2010-Present Director, Plearn Patt Co., Ltd. (Plearnpattana School)
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 6/6
Nomination Procedure	Under the consideration of the Board of Directors

Name	**Prof. Dr. Prasit Watanapa**
Position	Independent Director
Date of the first appointment as director	April 2023
Years of Directorship	3 years (If include another term, 6 years)
Age	68 years
M Shareholding	Held personally (None) Held by spouse or minor children (None)
Family Relationship	-None-
Education	Bachelor of Science (Second Class Honors), Faculty of Medicine Siriraj Hospital, Mahidol University Doctor of Medicine (Second Class Honors), Faculty of Medicine Siriraj Hospital, Mahidol University Higher Graduate Diploma (Clinical Medical Sciences), Mahidol University Thai Board of Surgery, The Medical Council of Thailand Fellow of the Royal College of Surgeons of Edinburgh (F.R.C.S.Ed), Royal College of Surgeons of Edinburgh, UK Doctor of Philosophy, University of London, UK Fellow of the American College of Surgeons (F.A.C.S), American College of Surgeons, USA
Related Training Program held by Thai Institute of Directors Association (IOD)	-None-
Experience	<u>Positions in Listed Companies</u> 2023-Present Independent Director, MK Restaurant Group Pcl. <u>Positions in Non-Listed Companies</u> 2025-Present Bangpakok Hospital Group Co., Ltd. 2024-Present Chairman of the Executive Board, Hua Chiew Hospital 2023-Present Chairman of the Board, Thailand Center of Excellence for Life Sciences 2022-Present Chairman of the Board, The Healthcare Accreditation Institute 2009-Present Director, Siam Bioscience Co., Ltd. 2021-2022 First Vice President of The Medical Council of Thailand 2015-2022 Dean of Faculty of Medicine Siriraj Hospital, Mahidol University 2017-2019 President of The Medical Council of Thailand 2011-2015 Deputy Dean and Director of Medical School, Mahidol University
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 5/6
Nomination Procedure	Under the consideration of the Board of Directors

Enclosure 3

Articles of Association

of

MK Restaurant Group Public Company Limited

(Relating to the General Meeting of Shareholders)

Chapter 3 Directors

Article 17 The directors shall be elected by a meeting of shareholders in accordance with the following rules and methods:

1) Each shareholder shall have one vote for one share
2) Each shareholder shall exercise his entire votes under (1) to elect one person or several persons to be directors. In case of electing persons to be directors, shareholder shall not allot his votes at any number to any such person.
3) Persons receiving the highest votes in descending order shall be elected directors equal to the permissible number of directors to be elected at that time. Where those persons, who are elected, in descending order, receive equal votes which are more than the permissible number directors to be elected at that time, the chairman of the meeting shall cast a deciding vote.

Article 18 At every annual general meeting, one-third (1/3) of the directors shall be retired. If the number of directors is not a multiple of three, then the number of directors closest to one-third (1/3) shall be retired.

Directors who must retire in the first and second year after the Company goes public will participate in a draw to seek who will retire. In subsequent years, the director who has held office longest shall retire.

The retiring director is able to be re-elected as a director by the meeting of the shareholders.

Chapter 4 Meeting of Shareholders

Article 35 The Board of Directors shall hold the Annual Ordinary General Meeting within four (4) months after the end of Company's fiscal year.

All other General Meetings are called "Extraordinary General Meetings".

The Board of Directors may convene the Extraordinary General Meeting of Shareholders whenever the Board deem appropriate.

One of more shareholders holding shares totaling not less than ten (10) percent of the Company's paid-up shares may submit their names to request the Board of Directors to call an Extraordinary General Meeting of Shareholders at any time but the subjects and reasons for calling such meeting shall be clearly stated in such request. In such case, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty five (45) days as from the date of receipt of such request from the shareholders.

In case that the Board of Directors does not hold the shareholders' meeting within the period as prescribed under paragraph four, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty five (45) days from the date of expiration as prescribed under paragraph four. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation therein.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph five is not formed according to Article 38, the shareholders as prescribed under paragraph five shall be collectively responsible to the Company for expenses arising from such meeting.

Article 36 In summoning a shareholders' meeting , the Board of Directors shall issue a meeting notice specifying the venue, date, time, agenda and related information with clear objective for each agenda whether for acknowledgement, approval or consideration plus the Board's opinion. Such notice shall be sent to shareholders and registrar at least seven (7) days prior to the meeting and published in newspaper at least three (3) days prior to the meeting.

The place to be used as the venue of the meeting of shareholders shall be located in the area where the principal office of the Company is located or the nearby province or any place specified by the Board of Directors.

Article 37 Any shareholders may appoint the proxy to attend the meeting and vote on his behalf. The proxy must submit the form designated by the registrar and signed by the grantor to the chairman or the person designated by the chairman prior to attending the meeting.

Article 38 The shareholder meeting shall be attended by shareholders in persons or by proxies (if any) not less than twenty five (25) persons or not less than a half of total number of shareholders and have an aggregate number of shares not less than one-third (1/3) of all paid-up shares to constitute a quorum.

If within one (1) hour from the time appointed for the meeting, the shareholders attending the meeting do not constitute the quorum, the meeting shall be called off in case summoned upon the request of shareholders. If not summoned by the shareholders, the meeting shall be summoned again by sending the notice to shareholders not less than seven (7) days prior to the meeting date. At such meeting, no quorum shall be necessary.

Article 39 The chairman of the Board of Directors shall be the chairman of the shareholders meeting. In the event that the chairman of the Board of Directors is not present at the meeting or is not able to perform his duty, and if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. In the absence or incapability of the vice-chairman, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 40 The chairman has the responsibility to control the meeting to align with the Company's articles of association related to the meeting of shareholders. The meeting shall follow the agenda in the sequence specified in the meeting notice of the shareholders meeting. It is required the votes not less than two-third (2/3) of the total number of shareholders present at the meeting to change the agenda sequence.

The shareholders holding shares totaling not less than one-third (1/3) of the Company's paid-up shares have the right to request the meeting of shareholders to consider other agenda not specified in the meeting notice.

In the event that not all of the entire agenda are considered completely in the meeting, the meeting of shareholders shall define the venue, date and time for the next meeting. The meeting notice specifying the venue, date, time and agenda shall be sent to the shareholders at least seven (7) days prior to the meeting and published in the newspaper at least three (3) days prior to the meeting.

Article 41 On voting, one share shall be entitled to one vote. A shareholder who has a special interest in any given matter shall not be entitled to exercise the right to vote on such matter, except on the election of directors.

Article 42 Unless specified otherwise in the Articles of Association of the Company or by law, a resolution of the meeting of shareholders shall require:

1) In an ordinary event, the majority votes of the shareholders present and entitled to vote shall be required. In case of an equality of votes, the chairman of the meeting shall have a casting vote.
2) In the following events, not less than three-fourths (3/4) of the votes of the shareholders present and entitled to vote shall be required.
    1. A sale or transfer of the entire or significant parts of the Company's business to other persons
    2. The purchase or transfer business of other companies or private companies in favor of the Company
    3. Execution, amendment, or termination of an agreement concerning lease of all or significant part of the Company's business, the assignment of the management of the Company's business to any other persons or the amalgamation of business with other persons for the purpose of sharing profits and losses
    4. Amendment of the Memorandum or Articles of Association
    5. Increase or reduction of the Company's capital or issue of debentures
    6. Merger or dissolution of the Company

Enclosure 4

Duty Stamp
20 Baht

PROXY FORM B

Written at .....

Date ..... Month ..... Year .....

(1) I / We ..... Nationality .....

with address at ..... Road ..... Sub-District .....

District ..... Province ..... Postal Code .....

(2) being a shareholder of MK Restaurant Group Public Company Limited

holding the total amount of ..... shares with the voting rights of ..... votes as follows;

☐ ordinary share ..... shares with the voting rights of ..... votes

☐ preferred share ..... shares with the voting rights of ..... votes

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

☐ ..... Age ..... Years

with address at ..... Road ..... Sub-District .....

District ..... Province ..... Postal Code ..... or

☐ Mr. Annop Tanlamai Age 75 Years

with address at 2/66 Road Ratchadamri Sub-District Lumphini

District Pathumwan Province Bangkok Postal Code 10330 or

☐ Mrs. Vilai Chattanrassamee Age 72 Years

with address at 67/30 Road Chaeng Watthana Sub-District Thungsonghong

District Laksi Province Bangkok Postal Code 10210 or

☐ Mr. Pravit Tantiwasinchai Age 69 Years

with address at 333/42 Road Chalermprakiat Ratchakan Thi 9 Sub-District Nongbon

District Prawet Province Bangkok Postal Code 10250

as only one of my/our proxy to attend and vote on my/our behalf at the 2026 Annual General Meeting of Shareholders to be held on Tuesday, April 28, 2026, 14.00 hours through an electronic meeting in accordance with the Emergency Decree on Electronic Meeting B.E. 2563 or such other date, time and place as the meeting may be adjourned.

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

Agenda 1: To acknowledge the Report of the Board of Directors for the year 2025

- This agenda is for acknowledgement and does not require the voting -

Agenda 2: To consider and approve the financial statements for the year ended December 31, 2025

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 3: To consider and approve the appropriation of profit and the dividend payment for the year 2025

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4: To elect directors in place of those retiring by rotation

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ To elect all nominated directors

☐ Approve ☐ Disapprove ☐ Abstain

☐ To elect each director individually

1. **Mr. Rit Thirakomen**

☐ Approve ☐ Disapprove ☐ Abstain

2. **Mr. Somchai Hanjitkasem**

☐ Approve ☐ Disapprove ☐ Abstain

3. **Mr. Thanong Chotisorayuth**

☐ Approve ☐ Disapprove ☐ Abstain

4. **Prof. Dr. Prasit Watanapa**

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5: To consider and approve the remuneration of directors

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6: To appoint the auditor and fix the audit fee for the year 2026

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7: Other businesses (if any)

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my /our following instruction:

☐ Approve ☐ Disapprove ☐ Abstain

(5) Vote of the Proxy in any agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

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

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed..... Shareholder Signed..... Proxy

(.....) (.....)

Signed..... Proxy Signed..... Proxy

(.....) (.....)

Remarks:

1. The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
3. In case there are agenda other than the agenda specified above, the proxy may use the attached Annex to Proxy Form B as enclosed.

ANNEX TO PROXY FORM B

Authorization on behalf of the Shareholder of MK Restaurant Group Public Company Limited for the 2026 Annual General Meeting of Shareholders to be held on Tuesday, April 28, 2026, 14.00 hours through an electronic meeting in accordance with the Emergency Decree on Electronic Meeting B.E. 2563 or such other date, time and place as the meeting may be adjourned.

Agenda No: ..... **Subject** .....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction.

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No: ..... **Subject** .....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction.

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No: ..... **Subject** .....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No: ..... **Subject** .....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction.

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No: ..... **Subject** .....

☐ (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

☐ (b) The Proxy must cast the votes in accordance with my/our following instruction.

☐ Approve ☐ Disapprove ☐ Abstain

Agenda No: ..... **Subject: The election of directors (continued)**

Name .....

☐ Approve ☐ Disapprove ☐ Abstain

Name .....

☐ Approve ☐ Disapprove ☐ Abstain

Name .....

☐ Approve ☐ Disapprove ☐ Abstain

Name .....

☐ Approve ☐ Disapprove ☐ Abstain

Enclosure 5

Credentials and Backgrounds of the Independent directors to serve as Proxy

Name	**Mr. Annop Tanlamai**
Position	Independent Director Chairman of Audit Committee
Age	75 Years
M Shareholding	Held personally (None) Held by spouse or minor children (None)
Family Relationship	-None-
Education	Bachelor's Degree (Mechanical Engineering), Chulalongkorn University Master's Degree (Engineering Management), University of Missouri, USA MBA (Quantitative Business Analysis), Indiana University, USA Ph.D. (Engineering Management), University of Missouri, USA
Related Training Program held by Thai Institute of Directors Association (IOD)	Director Certification Program (DCP) 154/2011
Experience	<u>Positions in Listed Companies</u> 2012-Present Independent Director and Chairman of Audit Committee, MK Restaurant Group Pcl. 2015-Present Director and Member of Audit Committee, Bangkok Expressway and Metro Pcl. 2011-2015 Director and Member of Audit Committee, Bangkok Expressway Pcl. <u>Positions in Non-Listed Companies</u> 2024-Present Director and Member of Audit Committee, Ruam Charoen Pattana Co., Ltd. 2016-Present Dean of Business Administrative Faculty, Chitralada Institute of Technology 2012-2016 Dean, College of Management Mahidol University 2007-2011 Dean, Faculty of Commerce and Accountancy, Chulalongkorn University 1999-2007 Director of the Master of Business Administration (MBA) Program, Faculty of Commerce and Accountancy, Chulalongkorn University
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 5/6 Audit Committee 6/6
Conflict of special interest in this meeting	-None-

Name	**Mrs. Vilai Chattanrassamee**
Position	Independent Director Member of Audit Committee Member of Corporate Governance, Sustainability, Nominating and Compensation Committee
Age	72 years
M Shareholding	Held personally (None) Held by spouse or minor children (None)
Family Relationship	-None-
Education	Bachelor's Degree (Accounting), Chulalongkorn University Master's Degree (Accounting), Thammasart University Certified Public Accountant
Related Training Program held by Thai Institute of Directors Association (IOD)	Fellow (FIOD) DCP Refresher 2/2006 Director Certification Program (DCP) 13/2001
Experience	<u>Positions in Listed Companies</u> 2012-Present Independent Director and Member of Audit Committee, MK Restaurant Group Pcl. 2024-Present Independent Director and Member of Audit Committee, BCPG Pcl. 2017-Present Independent Director and Chairman of Audit Committee, Sahathai Terminal Pcl. 2023-2024 Independent Director and Member of Audit Committee, Bangchak Corporation Pcl. 2015-2023 Independent Director and Chairman of Audit Committee, BCPG Pcl. <u>Positions in Non-Listed Companies</u> 2024-Present Director, King Mongkut Chaokhunthahan Hospital Foundation under the Patronage of the Supreme Patriarch 2022-2024 Member of Audit Committee, Administration of Mahidol University 2020-Present Director, ERA Plus Co., Ltd. 2018-Present Member of Sub-Committee of Procurement and Administrative Government Policy, The Comptroller General's Department 2016-Present Independent Observer of Integrity Pact, Anti-Corruption Organization of Thailand 1997-Present Director, Horton International Co., Ltd. 1992-Present Director, Executive Search Services Co., Ltd.
Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 6/6 Audit Committee 6/6 Corporate Governance, Sustainability, Nominating and Compensation Committee 2/2
Conflict of special interest in this meeting	-None-

Name	**Mr. Pravit Tantiwasinchai**
Position	Independent Director Member of Audit Committee
Age	69 years
M Shareholding	Held personally 3,600,000 shares or 0.4% Held by spouse or minor children (None)
Family Relationship	-None-
Education	Bachelor's Degree of Accounting (Finance and Banking), Chulalongkorn University Graduate Diploma (Auditing), Chulalongkorn University
Related Training Program held by Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) 97/2012 Director Accreditation Program (DAP) 6/2003
Experience	<u>Positions in Listed Companies</u>

2024-Present	Independent Director and Member of Audit Committee, MK Restaurant Group Pcl.
2017-Present	Independent Director and Chairman of Audit Committee, SE-EDUCATION Pcl.
2022-2024	Independent Director, MK Restaurant Group Pcl.
2017-2022	Director, MK Restaurant Group Pcl.
1999-2017	Independent Director and Member of Audit Committee, SE-EDUCATION Pcl.
2012-2016	Director and Corporate Secretary, MK Restaurant Group Pcl.
2015-2016	Chief Financial Officer, MK Restaurant Group Pcl.
2006-2015	Executive Vice President – Accounting and Finance Division, MK Restaurant Group Pcl.
1994-2006	Director of Accounting and Finance Department, MK Restaurant Group Pcl.

<u>Positions in Non-Listed Companies</u>

-None-

Positions held in business that may cause conflict of interest	-None-
Meeting Attendance in 2025	Board of Directors Meeting 6/6 Audit Committee 6/6
Conflict of special interest in this meeting	-None-

Definition of Independent Directors

The Board of Directors has determined the definition of "Independent Director" to be in line with the minimum requirement of regulation set by the Securities Exchange Commission and the Stock Exchange of Thailand as follows:

1. Holding shares of not more than 1% of total voting rights of the company, parent company, subsidiaries, associates, major shareholder or the company controlling person. The number of held shares shall be inclusive of shares held by any related persons of independent director.

2 Not being or having been an executive director, employee, staff member, advisor who receives a regular salary or being a controlling person of the company, parent company, subsidiaries, associates, subsidiaries which have the same parent company, major shareholder or the company controlling person except where such relationship was terminated for at least 2 years before appointment as an independent director. Such prohibitions shall not, however, include cases where the independent director previously served as a government officer or an advisor to a government agency which is a major shareholder or controlling person of the Company.

3 Not being a person who is related by blood or registration under laws, including mother, father, spouses, sibling and children and spouse of children of other director, management, major shareholder, controlling person or a person to be nominated as a director, management or controlling person of the company or subsidiaries.

4 Not having or having had a business relationship with the company, parent company, subsidiaries, associates, major shareholders or the company controlling person which may compromise independence. In addition, independent directors may not be or have been a significant shareholder, or controlling person who had a business relationship with the company, parent company, subsidiaries, associates, or major shareholder or the company controlling person, except where such relationship was terminated for at least 2 years before appointment as an independent director.

The relationships mentioned in the first paragraph include normal business transactions, transactions regarding rental or lease of immovable assets, transactions related to assets and services, transactions regarding financial assistance including lending, borrowing, guarantees, or providing assets to pledge or mortgage loans or any other similar action, which have transaction values of higher than 3% of net tangible assets or 20 million baht, whichever is lower. The calculation will include the transaction value taking place with the same person who has business relationship during 12 months period prior to the day of the decision to enter into the transaction and will be subject to the Capital Market Advisory Board regarding the rules on connected transactions.

5 Not being or having been an independent auditor of the company, parent company, subsidiaries, associates, major shareholders, or the company controlling person, and not being a significant shareholder, controlling person or partner of the audit firm which has provided independent auditor services to the company, parent company, subsidiaries, associates, major shareholder or the company controlling person except where such relationship was terminated at least 2 years period before appointment as an independent director.

6 Not providing or having been providing professional services including legal advice, financial advice in consideration of service fees that are higher than two million baht per year from the company, parent company, subsidiaries, associates, major shareholder or the company controlling person and not being a significant shareholder, controlling person of partner of the independent service provider except such relationship was terminated for at least 2 years before the appointment as an independent director.

7 Not being a director who was appointed as a representative of a director of the company, major shareholder or shareholder who is related to the major shareholder of the company.

8 Not providing the same services as the company and not being competitors of the company and subsidiaries or not being a significant partner in a partnership or being an executive director, staff, employee, consultant who receives regular payroll, or holding over 1% of voting rights of other company which operates the same business and competes with the company and subsidiaries.

9 Not having any other conflicts that prevent independent directors from giving independent opinions to the company.

Enclosure 7

Documents required for attending the E-AGM

For Individual Person

1. **In case of attendance in person**

   Certified true copy of valid evidence issued by government authorities, e.g. the identification card, government officer identification card, driver license or passport, including the evidence of name or last name's change (if any)

2. **In case of appointment by proxy**

   2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by shareholder and proxy.

   2.2 Certified true copy of valid evidence of the shareholder as specified in item 1.

   2.3 Certified true copy of valid evidence of the proxy as specified in item 1.

For Juristic Person

1. **In case of attendance in person by the authorized representative**

   1.1 Certified true copy of valid evidence issued by government authorities of the authorized representative similar to those of individual person as specified in item 1.

   1.2 Copy of shareholder's Affidavit (not older than 1 year) certified by the authorized director showing that the authorized director has the authority to act on behalf of the shareholder.

2. **In case of appointment by proxy**

   2.1 One of the proxy forms as attached to the notice to shareholders, completely filled in and signed by the authorized director of shareholder and proxy.

   2.2 Copy of shareholder's Affidavit (not older than 1 year) certified by the authorized director showing that such authorized director signing the proxy form has the authority to act on behalf of the shareholder.

   2.3 Certified true copy of valid evidence issued by government authorities of the authorized director signing the proxy form.

   2.4 Certified true copy of valid evidence issued by government authorities of the proxy similar to those of individual shareholder specified in item1.

3. **In case of Foreign Shareholder Appointing a Custodian in Thailand**

   3.1 All evidences similar to those of the Juristic Person as specified in items 1 or 2.

   3.2 In case the foreign shareholder authorizes the custodian to sign the proxy form on its behalf, the following documents are required:

      1) Power of Attorney by foreign shareholder authorizing custodian to sign the proxy form on its behalf.

      2) Letter certifying that such custodian signing the proxy form has the permission to engage in the custodian business.

In case the original documents are not in English, the English translation shall be prepared and certified true and correct translation by the shareholder (in case of individual person) or the authorized representative of shareholder (in case of juristic person).

Enclosure 8

Guidelines and Procedures for attending the E-AGM through Electronic Meeting Platform

1. Submission of the Meeting Attendance Request Form (E-Request)

submit the meeting attendance request form via web browser: https://m.thekoble.com/agm/emeeting/index/1 or scan QR Code then follow the steps below:

- Fill in the information and verify the accuracy of information
- Select the attendance category
  - Attendance the E-AGM in person
  - Appoint proxy to attend the E-AGM
  - Appoint independent director as a proxy
- Attach the supporting documents as specified in the enclosure 7 in order to identify themselves
- When the transaction is completed, the system will show the shareholder's information again in order to verify the accuracy of the information

The E-Request system will be in advance from April 10, 2026 at 8.30 hours until the meeting is adjourned.

2. Attending the E-AGM

- Once the shareholders or the proxies submit the request form and the verification is completed, the shareholders or the proxies will receive an email from the meeting organizer regarding the link to attend the E-AGM and the system's user manual 2 days prior to the meeting date. Please thoroughly read the manual on how to use the E-AGM meeting system. In case that the shareholders or the proxies do not receive the email within April 24, 2026, please contact the Company immediately.
- In order to attend the E-AGM and cast the votes, the shareholders or the proxies can use the computer, notebook, tablet or mobile phone via web browser: Chrome with 4G internet or basic home internet.
- The system will allow the shareholders to register 60 minutes prior to the meeting start. However, the meeting's live broadcast will begin at 14.00 hours.
- To access to the E-AGM system, it is required the information of the shareholder registration number and the shareholder's ID card number.
- For casting the votes through the E-Voting system, the shareholders may cast their votes in approval, disapproval or abstention for each agenda. Shareholders who do not vote in any agenda will be deemed as voting in approval.
- In case of any inquiries regarding the technical problem of the E-AGM system, please contact OJ International Company Limited, the Company's service provider for the Company's E-AGM according to the contact number as specified in the email that the system's user manual was sent.

3. Submission of questions in advance

The shareholders can send the questions in advance by sending “Form for Submission of questions prior to the E-AGM” (Enclosure 9) to the Company within April 24, 2026 via the following channels:

- Via e-mail: secretary@mkrestaurantgroup.com
- Via registered mail:

  To: Ms. Khruawan Pooboonterm, Corporate Secretary Division
  MK Restaurant Group Public Company Limited
  1200 Debaratna Road, Bangnatai, Bangna, Bangkok 10260

Enclosure 9

MK GROUP

Form for submission of questions prior to the E-AGM

Date…..……Month……Year……

I/We……..……..Identification Card/Passport Number…….....…….

Nationality…….……Address……..……Road……sub-district…….……

District……..……Province……..Postal Code……

E-mail……Mobile Phone..……..

As a shareholder of MK Restaurant Group Public Company Limited, holding a total number of……shares.

Conflict of interest (if any)……...……

……

Questions:

1.……..……

……

2.……

……

3.…..……

……

Signed……Shareholder

(……..)

Remark:

Please send "Form for Submission of questions prior to the E-AGM" to the Company or by scanning or taking photos and send to the Company within April 24, 2026 via the following channels;

- Via e-mail: secretary@mkrestaurantgroup.com
- Via registered mail:

  To: Ms. Khruawan Pooboonterm, Corporate Secretary Division
  MK Restaurant Group Public Company Limited
  1200 Debaratna Road, Bangnatai, Banana, Bangkok 10260