



บริษัท เอสซีบี เอกซ์ จำกัด (มหาชน)  
สำนักงานใหญ่ เลขที่ 9 ถนนรัชดาภิเษก  
แขวงจตุจักร เขตจตุจักร กรุงเทพฯ 10900  
เลขที่ 0107564000341

SCB X Public Company Limited  
Head Office 9 Rutchadapisek Road,  
Chatuchak, Chatuchak, Bangkok 10900 Thailand  
No. 0107564000341

[www.scbx.com](http://www.scbx.com)

- Translation -

No. CSOX-690019

10 March 2026

To: All shareholders

### Notice of the 2026 Annual General Meeting of Shareholders

The Board of Directors of SCB X Public Company Limited (the “Company”) passed a resolution to convene the 2026 Annual General Meeting of Shareholders on Wednesday 8 April 2026 at 13:30 hours, via electronic means, in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations, to consider the following agenda:

#### Agenda No. 1 To acknowledge the annual report of the Board of Directors

Rationale: The annual report of the Board of Directors, comprising the report of the Company’s 2025 performance and other important information as disclosed in the Company’s Form 56-1 One Report for the year 2025, has been provided to shareholders in QR Code format together with the notice of this meeting.

Board’s Recommendation: The Board recommended that the meeting of shareholders should acknowledge the annual report of the Board of Directors which enumerates the Company’s 2025 performance and other important information.

Required Votes for Resolution: This agenda item does not require voting as it is a matter for acknowledgement.

#### Agenda No. 2 To consider and approve the financial statements for the year ended 31 December 2025

Rationale: The Company’s audited financial statements for the year ended 31 December 2025 are as shown in the Company’s Form 56-1 One Report for the year 2025 which has been provided to shareholders in QR Code format together with the notice of this meeting.

Board’s Recommendation: The Board recommended that the meeting of shareholders should consider and approve the audited financial statements for the year ended 31 December 2025, which have been considered by the Audit Committee and audited by the Company’s auditor.

Required Votes for Resolution: The resolution for this agenda item requires the majority votes of shareholders who attend the meeting and cast their votes.

**Agenda No. 3 To consider and approve the allocation of profit from the Company's operational results for the year 2025 and the dividend payment**

Rationale: According to the Company's unconsolidated (company only) financial statements, the Company has a net profit for the year ended 31 December 2025 in the amount of Baht 39,606 million (a net profit attributable to the Company's shareholders shown in the consolidated financial statements is Baht 47,488 million) and has no accumulated loss. Therefore, the Company can consider paying the dividend to shareholders pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (A.D. 1992). In addition, the Company has allocated profits as reserves in full as required by law.

The Company has a policy to pay dividend at the rate of not less than 30 percent of its consolidated net profit in each year by taking into account the long-term return to shareholders. The dividend shall be payable in any year of positive profit net of all legal reserves and other reserve requirements, provided that there is no accumulated loss; and the Company maintains sufficient capital to meet legal requirements and future business need.

Board's Recommendation: The Board recommended that the meeting of shareholders should consider and approve the payment of dividend from the 2025 operational results to the shareholders at the rate of Baht 11.28 per share amounting to approximately Baht 37,981 million, representing 80 percent of the Company's 2025 consolidated net profit, in accordance with the Company's dividend policy. Details of the Company's dividends compared with the previous year are shown below.

Dividend payment details	Year 2025 (Proposed)	Year 2024
Consolidated net profit (Million Baht)	47,488	43,943
Dividend per share (Baht)	11.28	10.44
Total dividend payment (Million Baht)	37,981	35,153
Payout ratio (Percent)	80	80

As the interim dividend of Baht 2.00 per share amounting to approximately Baht 6,734 million was distributed to the shareholders on 19 September 2025, the shareholders will then be paid the remaining dividend of Baht 9.28 per share amounting to approximately Baht 31,247 million. Such dividend payment will be made only to the shareholders entitled to receive dividend according to the Company's Articles of Association, whose names appear in the shareholders register book as of the date on which the list of shareholders entitled to the dividend is determined, which is 21 April 2026. (The Stock Exchange of Thailand's "XD" sign, indicating the date on which a purchaser of share will not be entitled to receive the dividend, will be posted on 20 April 2026). The dividend payment shall be made on 7 May 2026. The said dividend is paid from earnings from which the corporate income tax has been imputed at 20 percent. Individual shareholders may apply for tax credit on the dividend at the rate of 20/80 of the amount of dividend received.

In addition, the Board approved the allocation of remaining profit for the operational results of the year 2025 after the dividend payment to Common Equity Tier 1 (CET1) under Tier 1 capital, amounting Baht 9,507 million.

Required Votes for Resolution: The resolution for this agenda item requires the majority votes of shareholders who attend the meeting and cast their votes.

**Agenda No. 4 To consider and elect the directors in replacement of those retiring by rotation**

Rationale: According to Section 71 of the Public Limited Companies Act, B.E. 2535 and article 17 of the Company's Articles of Association, one-third of the Company's directors shall retire from office at each Annual General Meeting of Shareholders; and if the number of directors to retire from office is not divisible by three, the number nearest to one-third shall be applied. In this year, there are 6 directors to retire by rotation as follows:

- 1) ACM. Satitpong Sukvimol Director, Member of the Corporate Social Responsibility Committee and Advisory Chairman of the Board of Directors
- 2) Pol. Col. Thumnithi Wanichthanom Chairman of the Board, Chairman of the SCBX Group Control Committee, Chairman of the Corporate Social Responsibility Committee, Member of the Executive Committee and Member of the Nomination, Compensation and Corporate Governance Committee
- 3) Miss Jareeporn Jarukornsakul Director, Member of the SCBX Group Control Committee, Member of the Executive Committee and Member of the Nomination, Compensation and Corporate Governance Committee
- 4) Mr. Pailin Chuchottaworn Independent Director, Chairman of the Nomination, Compensation and Corporate Governance Committee, Chairman of the Technology Committee, Member of the SCBX Group Control Committee and Member of the Executive Committee
- 5) Mr. Chairat Panthuraamphorn Independent Director and Member of the Corporate Social Responsibility Committee
- 6) Vacancy due to the resignation of director since 2 August 2023

The Nomination, Compensation and Corporate Governance Committee had arranged the procedures for nominating directors according to criteria as set forth by the Company's Corporate Governance policy by screening the qualified candidates based on experience, knowledge, and skill to ensure the right fit for the Company's strategy and business direction in addition to other qualifications of directors or independent director as specified by applicable laws, the Company's Articles of Association, the Board Charter, and the Corporate Governance Policy, including endorsement from relevant governing regulators. Furthermore, the Company allowed shareholders to nominate qualified candidates for the directorship from 1 September – 30 November 2025 in advance for the 2026 Annual General Meeting of Shareholders. However, no shareholder had nominated any individual for consideration.

The Nomination, Compensation and Corporate Governance Committee (without participation by directors having interests therein) considered and viewed that it deems appropriate to recommend the Board of Directors to propose to the meeting of shareholders to elect five retiring directors namely 1) ACM. Satitpong Sukvimol, 2) Pol. Col. Thumnithi Wanichthanom, 3) Miss Jareeporn Jarukornsakul, 4) Mr. Pailin Chuchottaworn, and 5) Mr. Chairat Panthuraamphorn to be re-elected to continue their office for another term because they possess appropriate qualifications, experience, and abilities that are beneficial to the Company, without proposing any appointment of new director to replace the resigning director whose seat is due for retirement by rotation at this AGM.

Board's Recommendation: The Board (without participation by directors having interests therein) concurred with the screening procedures and proposal of the Nomination, Compensation and Corporate Governance Committee and recommended that the meeting of shareholders should elect the five directors who retire by rotation in 2026, namely 1) ACM. Satitpong Sukvimol, 2) Pol. Col. Thumnithi Wanichthanom, 3) Miss Jareeporn Jarukornsakul, 4) Mr. Pailin Chuchottaworn, and 5) Mr. Chairat Panthuraamphorn to continue their office for another term. With respect to Mr. Chairat Panthuraamphorn, who serves as a director of Bangkok Dusit Medical Services Public Company Limited (BDMS), and as a director/ authorized signatory of certain BDMS group companies, and who maintains credit facilities with the Siam Commercial Bank Public Company Limited, a subsidiary of the Company, in an amount exceeding Baht 20 million, the Board of Directors has duly considered and is of view that Mr. Chairat Panthuraamphorn possesses the appropriate qualifications, expertise, and experience beneficial to the Company, and demonstrates professionalism, which will not affect the performance of his duties nor impair his ability to express independent opinions. Therefore, the Board considered that the meeting of shareholders should re-elect Mr. Chairat Panthuraamphorn to continue serving as an Independent Director for another term.

Furthermore, the five directors have been approved by the Bank of Thailand. Regarding the vacancy resulting from the resignation of a director, the Board considered and did not propose any appointment of new director to replace the resigning director whose term was due to retire by rotation. As a result, the Company has a total of 17 board members.

Profiles of the retiring directors proposed for re-election are enclosed herewith.

Required Votes for Resolution: The resolution for this agenda item requires the majority votes of shareholders who attend the meeting and cast their votes.

**Agenda No. 5 To consider and approve the remuneration of directors for the year 2026, and the directors' bonus based on the 2025 operational results**

Rationale: Article 22 of the Company's Articles of Association stipulates that a director is entitled to receive remuneration in the forms of gratuities, meeting allowances, rewards, bonuses or any other nature of benefits pursuant to the Articles of Association, or as determined by the meeting of shareholders; and that a director is entitled to receive allowance and any welfare according to the Company's rules. The Board has

formulated the policy and ruled that the remuneration of directors and members of the board committees as well as the allocation of directors' bonus must be at an appropriate level; be commensurate with the functional duties of directors who must fulfill the expectations of various groups of stakeholders; be in compliance with the relevant laws and regulations; and be reviewed annually. Furthermore, there is a requirement that committee members who are the Company's executives shall not be entitled to remunerations of the board committees and Chief Executive Officer is not entitled to director bonus.

The Nomination, Compensation and Corporate Governance Committee, after due consideration, was of the view that the Board should propose the remuneration of directors and members of board committees for the year 2026 and the directors' bonus based on the 2025 operational results as per the following details:

1. The remuneration of directors and board committee members for the year 2026 with the same rate as in 2025 is proposed as follows:

(Unit: Baht)

Director Remuneration	Year 2026 (Proposed)				Year 2025			
	Monthly Remuneration		Meeting Allowance		Monthly Remuneration		Meeting Allowance	
	Chairman	Director / Member	Chairman	Director / Member	Chairman	Director / Member	Chairman	Director / Member
The Board of Directors	250,000	150,000	-	-	250,000	150,000	-	-
Board Committees								
1) SCBX Group Control Committee	150,000	100,000	-	-	150,000	100,000	-	-
2) Executive Committee	150,000	100,000	10,000	10,000	150,000	100,000	10,000	10,000
3) Audit Committee	80,000	60,000	10,000	10,000	80,000	60,000	10,000	10,000
4) Nomination, Compensation and Corporate Governance Committee	50,000	40,000	5,000	5,000	50,000	40,000	5,000	5,000
5) Risk Oversight Committee	50,000	40,000	5,000	5,000	50,000	40,000	5,000	5,000
6) Technology Committee	50,000	40,000	5,000	5,000	50,000	40,000	5,000	5,000
7) Sustainability Committee	50,000	40,000	5,000	5,000	50,000	40,000	5,000	5,000
8) Corporate Social Responsibility Committee	50,000	40,000	5,000	5,000	50,000	40,000	5,000	5,000

2) Directors' bonus based on the 2025 operational results shall be at the rate of not exceeding 0.08 percent of the Company's 2025 consolidated net profit, which is as the same rate as in the previous year, provided that such bonus shall allocated among the directors at their discretion.

It should be noted that committee members who are executives of the Company shall not be entitled to remuneration of the board committees, and the Chief Executive Officer shall not be entitled to directors' bonus.

Furthermore, directors are entitled to receive other benefits and welfare in accordance with the Company's regulations stipulated pursuant Article 22 of the Company's Articles of Association, and there are no other benefits provided, the same as in the previous year.

Board's Recommendation: The Board concurred with the Nomination, Compensation and Corporate Governance Committee's recommendation that the meeting of shareholders should consider and approve the remuneration of directors and board committee members for the year 2026, including the directors' bonus based on the 2025 operational results as proposed.

Required Votes for Resolution: The resolution for this agenda item requires the votes of not less than two-thirds of the total number of votes of shareholders who attend the meeting.

**Agenda No. 6 To consider and appoint the auditors and fix the audit fee for the year 2026**

Rationale: The Audit Committee considered the performance of the auditors in the past year and was of the view that the auditors of the Company and the Company's subsidiary companies demonstrated high standard of work and independence and duly performed duties under their responsibilities as well as were able to finish the review and audit of the financial statements in time. In addition, the Audit Committee, after due consideration, was of the view that the audit fee for the year 2026 was suitable in light of the scope of audit. Therefore, the Audit Committee recommended the Board to propose the auditor appointment and the audit fee for the year 2026 to the shareholders for consideration as detailed below.

1. To appoint the following auditors from KPMG Phoomchai Audit Limited as the Company's auditors for 2026.

- 1) Miss Orawan Chunhakitpaisan license no. 6105 (She has signed the Company's financial statements since 2021); or
- 2) Miss Thitima Pongchaiyong license no. 10728 (She has never signed the Company's financial statements); or
- 3) Miss Orawan Chotiwiriyakul license no. 10566 (She has never signed the Company's financial statements).

Profiles of the auditors which provide details regarding their work experience and independence are enclosed herewith.

The above-named auditors and KPMG Phoomchai Audit Limited do not have any relationship or interest or transaction that may create a conflict of interest with the Company, the Company's subsidiary companies, executives, major shareholders or any persons related thereto; and the Bank of Thailand has already granted approval for the appointment of these three auditors for 2026. KPMG Phoomchai Audit Limited or its network is the auditor for the year 2026 of all of the Company's subsidiary companies, except the subsidiary companies in Republic of the Union of Myanmar, in order to comply with the supervisory regulations applicable to commercial banks in the country where such subsidiary companies are located.

2. To fix the audit fee for the year 2026 at Baht 5.21 million and acknowledge the non-audit fee at Baht 0.84 million as follows:

Auditing / Reviewing of Separated and Consolidated Financial Statements	Year 2026 (Proposed) (Million Baht)	Year 2025 (Million Baht)	Change from 2025 (Percent)
Audit Fee	5.21	5.11	2.0%
Non-Audit Fee	0.84	0.84	0.0%
Total	6.05	5.95	1.7%

The increase of Baht 0.10 million or 2.0 percent of the 2026 audit fee is attributed to the higher volume of transactions and the additional time required compared with the previous year, while the non-audit fee for 2026 remains unchanged from 2025.

Furthermore, the meeting of shareholders is requested to acknowledge the 2026 preliminary audit fee for the Company's subsidiaries in the amount of Baht 48.07 million, representing an increase of 1.3 percent from the previous year, as well as to acknowledge the 2026 preliminary non-audit fee of the Company's subsidiaries in the amount of Baht 22.37 million, representing an increase of 15.8 percent from 2025 due to the expected increase in service activities compared with the previous year.

Board's Recommendation: The Board concurred with the Audit Committee's recommendation that the meeting of shareholders should approve the appointment of the auditors from KPMG Phoomchai Audit Limited, namely Ms. Orawan Chunnakitpaisan with her license no. 6105, or Ms. Thitima Pongchaiyong with her license no. 10728, or Ms. Orawan Chotiwiwiyakul with her license no. 10566 as the Company's auditors for 2026, with the Company's audit fee of Baht 5.21 million. The meeting of shareholders should also acknowledge the preliminary audit fee for the Company's subsidiaries for 2026 in the amount of Baht 48.07 million, which altogether makes the total audit fee of the Company and its subsidiaries for 2026 Baht 53.28 million, as well as to acknowledge the non-audit fee of 2026 for the Company and its subsidiaries in the amount of Baht 23.21 million.

Required Votes for Resolution: The resolution for this agenda item requires the majority votes of shareholders who attend the meeting and cast their votes.

All shareholders are hereby invited to attend the meeting at the date and time mentioned above. In this regard, the Company will convene the shareholders' meeting via electronic means (e-meeting) only. The Company's has not arranged an additional place or meeting room to support attendance by the shareholders. The registration, vote casting, and vote counting of the meeting will be carried out via electronic means only. The Company requires the shareholders or proxies who intend to attend the meeting via electronic means to study and comply with the guidelines for meeting registration, proxy appointment, vote casting and counting, and Inventech Connect e-Meeting Guide.

If a shareholder is not available to attend the meeting, the shareholder can appoint an independent director of the Company to attend the meeting and cast votes on the shareholder's behalf. The nominated independent directors are 1) Mr. Winid Silamongkol, and 2) Mrs. Kulpatra Sirodom (Please study details of each agenda before granting proxy according to the guidelines for meeting registration, proxy appointment, vote casting

and counting as mentioned above). Shareholders may download the proxy form from the Company's website or request a printed proxy form via email at [company.secretary@scbx.com](mailto:company.secretary@scbx.com). Shareholders may submit the completed proxy form along with supporting identification documents and questions regarding the agenda of the Annual General Meeting of Shareholders (if any) to the Company Secretary by mail at the following address: SCB X Public Company Limited, No. 9, 9C Floor, Rutchadapisek Road, Chatuchak Subdistrict, Chatuchak District, Bangkok 10900, Thailand, or via email to [company.secretary@scbx.com](mailto:company.secretary@scbx.com) by 6 April 2026.

Please note that 5 March 2026 is the date set by the Company to determine the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders. The registration system will be available from 27 March 2026 at 8.30 hours until the adjournment of the Meeting on 8 April 2026. Once the Company has verified the list and the correctness and completeness of the documents of the shareholders or proxies who intend to attend the meeting, the Company will send a username, password, and weblink to each shareholder via the email address that the shareholder provided. The notice of the 2026 Annual General Meeting of Shareholders and the accompanying documents will be posted on the Company's website [www.scbx.com](http://www.scbx.com) from 10 March 2026 onwards.

Yours faithfully,

SCB X Public Company Limited

*-Signature-*

(Mrs. Siribunchong Uthayophas)

Company Secretary

by the instruction of the Board of Directors

Corporate Office & Company Secretary

Tel. (662) 180-8155

With consideration to the privacy of the Company's shareholders, proxies, and related persons, the Company has produced the Privacy Notice for your acknowledgement of the Company's policy in relation to the collection, use, and disclosure of your personal data in accordance with the Personal Data Protection Act B.E. 2562 (A.D. 2019) and other relevant laws and regulations. For more details, please see the Privacy Notice on the Company's website [www.scbx.com](http://www.scbx.com). In case you grant proxy to another person for attending this AGM on your behalf, please notify that person of the Company's policy according to the Privacy Notice.