

Minutes of the Annual General Meeting of Shareholders for the year 2026
of
Central Plaza Hotel Public Company Limited

Date, time and place of the meeting

The meeting was held on Tuesday, April 28, 2026, at 2:30 p.m., through electronic means (e-AGM) only. The Company recorded the meeting and provided the electric voting (e-Voting).

Mr. Norachit Sinhaseni, Chairman of the Board of Directors, gave an opening speech to the Meeting and assigned Mrs. Paranee Galviroj, the Company Secretary to introduce the Board of Directors, Executives, the External Auditor, and inspector assigned to witness the vote counting.

Directors attending the meeting at the meeting room

- | | | |
|----|-----------------------------|---|
| 1. | Mr. Norachit Sinhaseni | Independent Director
Chairman of the Board of Directors |
| 2. | Mr. Sudhitham Chirathivat | Director
Member of Nomination and Compensation Committee
Member of Risk Management, Corporate Governance and Sustainability Committee |
| 3. | Ms. Sopawadee Lertmanaschai | Independent Director
Chairman of Audit Committee
Member of Nomination and Compensation Committee |
| 4. | Mr. Pornchai Chunchachinda | Independent Director
Chairman of Risk Management, Corporate Governance and Sustainability Committee
Member of Audit Committee |
| 5. | Mr. Chaiwat Thongkamkoon | Independent Director
Chairman of Nomination and Compensation Committee
Member of Audit Committee |
| 6. | Mrs. Supatra Chirathivat | Director |

7. Mr.Thirayuth Chirathivat Director
Chief Executive Officer
Member of Risk Management, Corporate Governance and
Sustainability Committee

Directors attending the meeting via electronic means:

8. Mr. Suthikiati Chirathivat Director
Chairman of the Advisory Board
9. Mr. Sudhisak Chirathivat Director
10. Mr. Prin Chirathivat Director
Member of Nomination and Compensation Committee
Member of Risk Management, Corporate Governance and
Sustainability Committee
11. Mrs. Chintana Boonyarat Director
12. Mrs. Sirikate Chirakiti Director

Directors attending the Meeting: 12 directors attended the meeting, **representing 100%.**

Executives attending the meeting at the meeting room:

1. Mr. Nath Vongphanich Chief Executive Officer, Central Restaurant Group Co., Ltd.
2. Mr. Gun Srisompong Chief Financial Officer and Vice President of Finance
and Administration
3. Mrs. Paranee Galviroj Company Secretary

Auditor attending the meeting at the meeting room:

Mr. Samran Taengcham Auditor from EY Office Limited

Voting Inspector

Ms. Natthakan Kriangkai Poyai Satchatham Law Office

Mrs. Paranee Galviroj, the Company Secretary, informed that the 2026 Annual General Meeting of Shareholders was conducted through electronic means, with services provided by Online Asset Co., Ltd., using the IR Plus AGM system. The meeting was conducted in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), law, and related regulations concerning electronic meetings. Additionally, the service provider ensured that the meeting was recorded both in audio and visual formats throughout the live broadcast via electronic media.

The Company Secretary informed the Meeting that there were 8 shareholders attending the meeting in person totaling 151,423 shares and 968 proxies attending the meeting, representing 1,101,496,514 shares. In total, 976 authorized proxies, representing 1,101,647,937 shares or 81.60% of the total shares, exceeding

one-third of the total number of shares issued, thus, constituted the required quorum for the Annual General Meeting as per the Company's Articles of Association. However, the Company is still open for shareholders to register and attend the Meeting and cast their votes on agenda items which are not yet voted.

Before considering the various Agenda Items in the Meeting, the Chairman requested Mrs. Paranee Galviroj, the Company Secretary, to explain the voting rights and procedures, criteria of an invalid voting ballot, and procedures for comments and inquiries, then proceeded with the meeting agendas.

Voting Rights

1. Shareholders have voting rights equal to the number of shares they hold; each 1 share shall represent 1 voting right.
2. Shareholders shall use all their existing voting rights to vote for either "Approve", "Disapprove", or "Abstain" from voting only, except for the shareholders who are foreign investors and appointed a Custodian in Thailand for safekeeping their shares, in which case, they can cast their votes separately, the total number of votes must not exceed the number of available voting rights. Should the Custodian who acts as a proxy did not use all the available voting rights, the unused voting rights shall be deemed abstain vote.

Voting practices (e-Voting)

1. As this meeting is conducted via electronic media, therefore, the ballots were not printed for the attendees.
2. During the voting period, the Chairman will propose the Shareholders' Meeting to consider and pass a resolution on each agenda item, the IR Plus AGM system will enable the attending shareholders to cast votes for either "Approve", "Disapprove", or "Abstain". Voting must be completed within the specified period. (1 minute)
3. If a meeting participant does not cast their vote within the specified time, it shall be deemed that the participant has approved the proposed resolution as presented to the meeting.
However, if there is still time left for voting on such an agenda item, the attending shareholder can go back to change votes within the specified period.
4. In the event that the shareholder wishes to change the vote, the Shareholder may change the vote by re-selecting the type of vote again. However, if the agenda has been closed for voting, the Shareholders will not be able to vote or change their vote.
5. For Shareholders who appointed a proxy to attend the meeting on their behalf via Proxy Form B, as well as foreign shareholders who appointed a custodian in Thailand to safeguard their shares and appointed a proxy via Proxy Form C, the company shall record their votes in each agenda as they have specified their votes in advance.
6. The system will collect all the votes and counting the votes casted via e-Voting and advance voting via proxies.

Cases deemed as invalid ballots

1. Where a voting via proxy appointment form contains more than one type of vote for the same Agenda Item; except those voting ballots are submitted by the appointed local Thai Custodian for overseas Shareholders to safeguard the investments and shareholdings, whereby they can specify different types of votes.
2. Where there are corrections or crossing out of the votes by the Shareholder or Authorized Proxy without an accompanying signature to verify
3. Where a proxy appointment form is damaged to the extent that the vote cannot then be read clearly

e-Voting Procedures:

1. Vote selection for each agenda item: By default, the system will initially register your vote as "Approve" for all agenda items.
2. If the Shareholders / proxy wish to vote "Disapprove" or "Abstain," please click on the selective option for that agenda item.
3. Then, click the "Confirm" button. The system will immediately update the vote accordingly.
4. If the Shareholders / proxy do not wish to change the vote, click "Cancel." The system will retain the previously recorded vote.

Process providing Comments / Asking Questions

During the Meeting the Shareholders or proxies can submit questions in advance by typing questions on each agenda item. The Company will read and answer the questions of each shareholder according to the sequence of agenda items.

1. Click the "Question Mark" icon, which appears in each agenda item.
2. Type your question and click the "Submit Question" button.

In case of shareholders or proxies who wish to ask questions on the Microphone for each agenda, please process as follows:

1. Click the "VDO Conference" icon to request to ask your question via video call.
2. Type your question and click the "Confirm" button.
3. Wait for approval from the meeting facilitator.
4. Once your microphone and camera are activated, please state your full name and indicate whether you are a shareholder or a proxy holder before asking your question.
5. If the shareholder or proxy is unable to speak via microphone, please kindly type your question in the "Submit Question" box instead, so that the meeting facilitator can read the question on your behalf to the meeting.
6. The Company provides an opportunity for participants to submit questions for each agenda item. If no questions are submitted, the Company shall proceed with the meeting. If shareholders have

additional questions, they may type their questions in the "Submit Question" box, and the facilitator will read your question later during the meeting.

Before proceeding with the meeting agenda, the Company Secretary informed the shareholders that, this year, the Company had provided shareholders with the opportunity to propose additional agenda items and to nominate candidates for directorship in advance, in accordance with good corporate governance principles regarding shareholders' rights. Such proposals were accepted from 9 October 2025 to 1 February 2026, with details published on the Company's website (<https://investor.centarahotelsresorts.com>) and through the Stock Exchange of Thailand's news system.

It appeared that, up to the date on which the Board of Directors convened to determine the date of the 2026 Annual General Meeting of Shareholders, no shareholder had submitted any proposals. The Board of Directors, therefore, set the meeting agenda in accordance with applicable laws and the Company's Articles of Association.

Agenda Item 1. To ratify minutes of the 2025 Annual General Meeting of Shareholders (AGM)

The Chairman proposed that the Meeting consider adopting the Minutes of Meeting of the 2025 Annual General Meeting held on April 24th, 2025, the document of which has been delivered to the Shareholders together with the Invitation Letter of this Annual General Meeting.

The Chairman invited the shareholders to raise any questions or provide suggestions. As no shareholder raised any questions or provided suggestions, the Chairman requested the meeting to cast votes to consider and approve the Minutes of the 2025 Annual General Meeting of Shareholders.

Resolution: The Meeting has considered the matter and unanimously resolved to adopt the 2025 Minutes of the Annual General Meeting, held on April 24th, 2025, with the following votes:

Approve	1,101,652,317	votes (100%)
Disapprove	-	votes
Abstentions	-	votes
Invalid voting ballots	-	votes

Agenda Item 2. To acknowledge the Company's performance for the year 2025

The Chairman invited Mr.Thirayuth Chirathivat, Chief Executive Officer, to present the Company's performance for the year 2025 to the meeting for acknowledgment, as follows:

Hotel Business

In 2025, the hotel business experienced strong growth despite several adverse external factors, including:

- News of the kidnapping of Chinese tourists, which raised safety concerns and led to a decline in Chinese visitors, with some shifting their travel to Vietnam instead.

- A major earthquake in Thailand at the end of March, which impacted hotels in Bangkok and the meetings and events segment.
- Earthquake forecasts in Japan in July, which affected tourist arrivals in Japan during the period from June to August.
- Severe flooding in Hat Yai during November–December.

In 2025, Thailand recorded a total of 33 million tourist arrivals, representing a 7% decrease compared to the previous year, primarily due to a decline of 2.3 million Chinese tourists.

- The top three source markets were Malaysia (14%), China (14%), and India (8%) of total tourist arrivals;
- The Maldives, Dubai, and Japan recorded increases in international tourist arrivals of 10%, 5%, and 10%, respectively, compared to the previous year.

In 2025, the hotel business launched three new hotels, as follows:

1. Centara Life Wisma Ratchaburi (opened on 20 March 2025)
2. Centara Grand Lagoon Maldives (opened on 1 April 2025)
3. Centara Villas Phi Phi Island (opened on 1 May 2025)

As of December 31, 2025, the Company had hotels under management in a total of 84 hotels (18,982 rooms) across 12 countries worldwide with 51 operating hotels (11,137 rooms) and 33 hotels under development (7,845 rooms). For the 51 hotels in operation, 22 hotels (5,827 rooms) are owned and operated by the Company, while the remaining 29 hotels (5,310 rooms) being operated under the Company's Hotel Management Agreements.

In addition, in Q4/2025, the Company opened Centara Karon Villas (50 rooms) as an extension of the Centara Karon Phuket. The property commenced operations in mid-November 2025.

Overall operating performance for the hotel business in 2025 recorded total revenue of THB 12,026 million, representing an increase of THB 985 million (or 9%) YoY. The hotel business had an EBITDA of Baht 4,324 million, increase of 12% YoY and net profit of Baht 1,053 million, a decrease of 10% YoY, primarily due to ramp-up losses from Centara Mirage Lagoon Maldives and Centara Grand Lagoon Maldives, as well as the impact from hotel renovation closures.

In 2025, the hotel business recognized revenue from the full operations of Centara Grand Mirage Beach Resort Pattaya and Centara Karon Phuket after major renovations, as well as from the opening of the additional villa zone at Centara Karon Phuket. This also included incremental revenue contributions from two newly opened hotels in the Maldives.

Overall occupancy rate (OCC) of the Company's owned hotels in 2025 remained at 72%, while the average room rate (ARR) was THB 5,922, representing a 4% increase YoY. As a result, revenue per available room (RevPAR) was THB 4,281, increasing by 5% YoY.

In Thailand, the occupancy rate (OCC) in 2025 was 72%, increasing by 2 percentage points, while the average room rate (ARR) increased by 3% YoY to THB 4,834. Revenue per available room (RevPAR) reached THB 3,490, representing a 6% increase YoY.

For overseas hotels in the Maldives, comprise two existing properties and two newly opened properties.

- Existing Hotels: The occupancy rate (OCC) increased by 1% to 69%, while the average room rate (ARR) decreased by 3% YoY to USD 363. As a result, revenue per available room (RevPAR) declined by 2% YoY to USD 251.
- New Hotels: The occupancy rate (OCC) was 32%, the average room rate (ARR) was USD 440, and revenue per available room (RevPAR) was USD 139. These results are not comparable with the same period of the previous year, as in 2024 only Centara Mirage Lagoon Maldives was in operation, having commenced operations in November 2024. However, the performance outlook for the newly opened hotels is expected to improve continuously in the periods ahead, driven by progressive brand awareness and operational efficiency enhancements.

For the hotel in Dubai, revenue per available room (RevPAR) increased by 7% YoY to USD 180, while the average room rate (ARR) increased by 9% YoY to USD 214. The occupancy rate (OCC) was at 84%, representing a slight decrease of 1% YoY.

For Centara Grand Osaka in Japan, the average occupancy rate (OCC) was 80%, increasing from 78%. The average room rate (ARR) was JPY 36,335, increased by 15% YoY, and revenue per available room (RevPAR) was JPY 29,234, representing an 18% growth YoY.

Nevertheless, the Company will continue to operate with prudence by adjusting sales and marketing strategies, closely monitoring performance, controlling costs and expenses, and maintaining strong operational efficiency and financial discipline. The Company is still pursuing an investment expansion plan to foster future growth with efficient capital allocation by acquiring sources of funds with optimal costs such as loans from financial institutions and debenture issuance subject to financial market conditions.

For 2026, the hotel business will continue to undertake renovations and development hotels to enhance opportunities and strengthen its potential both domestically and internationally, as follows:

- The Company will recognize full-year operating performance for the first time from hotels that were newly opened in the previous year including:
 - Centara Karon Villas Phuket with 50 rooms, an extension of Centara Karon Resort Phuket, started operations in mid-November 2025.
 - Centara Grand Lagoon Maldives with 142 rooms, started operations in April 2025. 2026 will be the first year in which the company recognizes a full year of revenue from this hotel.

- New hotel in Japan: The Company plans to open Centara Life Osaka, comprising 300 rooms, which has officially commenced operations on 6 April 2026.
- Business Expansion through the Establishment of a Joint Venture: The Company plans to expand its business through a joint venture with PTT Oil and Retail Business Public Company Limited (OR), The company will hold 51% of the registered capital, while OR will hold 49%, respectively. The joint venture was established to develop and operate budget hotels as part of CENTEL's growth strategy to expand its hotel portfolio to cover overall range of customer segments, strengthen the business model, and support the company's sustainable long-term growth.
- Major renovation plans in 2026:
 - Centara Grand Beach Resort and Villas Hua Hin, with 251 rooms, has undergone a partial renovation starting from April 2025 onwards. Renovation will continue throughout 2026, while the hotel will remain partially in operation during the renovation period.
 - Centara Grand Beach Resort and Villas Krabi, with 192 rooms, was fully closed for renovation in May 2025, and expected to reopen between Q4/2026 and Q1/2027.

Regarding the situation between the United States and Iran, Mr. Thirayuth Chirathivat clarified that Centara Mirage Beach Resort Dubai continues to operate as normal and has not been directly impacted by the incident.

However, across the Group's hotel portfolio, the Company has experienced booking cancellations amounting to approximately THB 500 million, with more than half of such cancellations attributable to hotels in Dubai. In addition, there has been a slowdown in advance bookings during the second quarter of 2026 as a result of the situation.

To mitigate the impact, the Company has implemented the following measures:

1. Market diversification: Focusing on tourist segments from countries less affected by the situation, such as Russia, India, Southeast Asian countries, and China.
2. Cost and expense management: Enhancing efficiency in cost control and preparing necessary inventory in advance as appropriate.
3. Liquidity management: Maintaining sufficient financial liquidity to support business operations.
4. Investment review: Reassessing and deferring certain investment plans, with further details to be presented by the Chief Financial Officer (CFO) in the next agenda item.

Rewards and Achievements in 2026

Corporate and leadership awards:

- Outstanding CEO, Best CFO, and Outstanding Investor Relations from the IAA Awards for Listed Companies 2025
- Leader of the Leader and The Most Future Brand from the Future Trends Awards 2025.

- CENTEL has been included in the SET 50 since 1 January 2026 and has been recognized as one of the strongest brands in Thailand for the third consecutive year.

International Hotel awards and recognitions:

- Four hotels received the Tripadvisor Travellers' Choice Awards 2025:
 1. Centara Reserve Samui (Best of the Best)
 2. Centara Grand Beach Resort & Villas Hua Hin (Best of the Best)
 3. Centara Grand Hotel Osaka (Top Hotels and Luxury Hotels in Japan)
 4. Centara Mirage Beach Resort Dubai (Best Family Hotel in the World)
- Three hotels received awards from the Travel + Leisure Luxury Awards Asia Pacific 2025:
 1. Centara Reserve Samui (Ranked 7th in Thailand's Beach + Island Resorts category)
 2. Machchafushi Island Resort & Spa Maldives, The Centara Collection (Ranked 2nd in House Reef in the Maldives category)
 3. Roukh Kiri Khao Yai, The Centara Collection (Ranked 8th in Upcountry Hotels in Thailand category)
- Four major awards from the Trip.com Best Awards:
 1. Top Producing Chain (Centara Hotels & Resorts)
 2. Top Producing Hotel (Centara Reserve Samui)
 3. One of the Top 100 Best Family Hotels in the World (Centara Grand Mirage Beach Resort Pattaya)
 4. Top Engaged Hotel (Centara Grand Mirage Beach Resort Pattaya and COSI Pattaya Wong Amat Beach)
- Three hotels received awards from Smart Travel Asia Awards 2025:
 1. Centara Grand Mirage Beach Resort Pattaya (No.1 Family Hotel in Asia)
 2. Centara Reserve Samui (No.6 Best Wedding Hotels in Asia)
 3. Centara Grand Beach Resort & Villas Hua Hin (No.3 Best Wedding Hotels in Asia)
- Centara Grand Lagoon Maldives received the Best Overseas Leisure Hotel 2025 award from the Condé Nast Traveller Middle East Readers' Choice Awards 2025;
- Centara Mirage Lagoon Maldives received the Best Family Hotel in the Maldives 2025 award.

Award for Social Contribution:

- Good Sustaining Partner Award from the Scholars of Sustenance Foundation Thailand in recognition of continued support for sustainability initiatives and food waste reduction.

In addition, the Company has received numerous other awards and recognitions at the individual hotel level, reflecting the Group's excellence in service quality and operational standards.

The Company remains committed to driving the organization under a sustainable development framework, emphasizing a balanced approach between business growth, society, and the environment, while creating long-term value for all stakeholders. This commitment is reflected in the awards and recognitions received by the Company in 2025, as follows:

- Environmental and Sustainable Tourism
 - Certification of the Company’s hotel sustainability standards by the Global Sustainable Tourism Council under the “Centara Earthcare” program since 2021;
 - 100% of the Company’s hotels (42 properties) have achieved GSTC certification;
 - A total of 25 properties have received Green Hotel certifications.
- ESG Ratings
 - Achieved a “AAA” rating in the SET ESG Rating 2025 for the second consecutive year;
 - Selected as a constituent of the SETESG Index for the eighth consecutive year;
 - Assessed by Morningstar Sustainalytics with a “Medium Risk” ESG Risk Rating in 2025, with an improved score of 22.5 from 27.7, reflecting continuous progress in sustainability management.
- International Assessments
 - Received an “A” rating from MSCI ESG Rating for the third consecutive year;
 - Achieved a score of 72/100 in the S&P Global Corporate Sustainability Assessment 2025 and was included in the Sustainability Yearbook;
 - Received a score of 4.6/5 in the FTSE Russell ESG Score 2025, ranking among the top five in the food industry sector.
- Disclosure and Transparency
 - Received an award for excellence in sustainability disclosure to the public and relevant stakeholders for the fifth consecutive year in 2025.

Food Business

Although in 2025 the food business was no longer affected by the pandemic, it continued to face uncertainties of war situation and overall economic conditions. Accordingly, the food business maintained prudent management, particularly in cost control, and closely monitored various situations to mitigate potential uncertainties. This approach ensures appropriate financial management and sufficient cash flow under all circumstances. The food business continues to focus on three key priorities, consistent with the previous year: revenue generation, cost efficiency improvement, and disciplined investment in business expansion.

In 2025, the food business expanded its operations with the launch of a new brand, “OOTOYA OKI,” a premium shabu-shabu and sukiyaki restaurant featuring authentic flavors, highlighted by its signature “crab fat shabu,” the first of its kind in Thailand. The brand targets the premium customer segment and builds upon the strength of the OOTOYA brand, which has been well recognized among Thai consumers for over 20 years. The first branch was opened in September 2025 at Central Pinklao, 5th floor.

In addition, in December 2025, Central Restaurants Group Co., Ltd. invested in Miracle Planet Co., Ltd., which operates suki and BBQ restaurant businesses under the “Lucky Suki” and “Lucky BBQ” brands. The total investment amounted to approximately THB 940 million for 140,000 shares, representing 40% of the

total registered shares. As of 31 December 2025, Miracle Planet Co., Ltd. operated a total of 42 branches, comprising 30 branches of Lucky Suki and 12 branches of Lucky BBQ.

For the performance of 2025, the food business had a total revenue of Baht 12,982 million, slightly decreased compared to last year. EBITDA was Baht 2,718 million, a rise of 5% YoY, Net profit of Baht 874 million, a growth of 29% YoY. This profit growth was partly driven by continuous improvements in cost management efficiency and disciplined control over expansion investments, focusing on expanding high-margin core brands, developing new business models, and closing underperforming brands and branches.

As of the end of 2025, the food business operated a total of 1,429 outlets (including joint venture brands but excluding Lucky Suki and Lucky BBQ), representing an increase of 58 outlets compared to the end of 2024. Brands with significant expansion included Auntie Anne's (+20), Shinkanzen Sushi (+19), Mister Donut (+15), KFC (+11), and Salad Factory (+7). Meanwhile, the food business closed underperforming outlets, resulting in net closures for Yoshinoya (-7) and Shabuton (-7), to enhance overall profitability, in line with the Company's strategy.

Nevertheless, the food business is highly competitive because of an increase in newcomers every year. At the same time, consumers are shifting their spending toward experiential activities rather than dining alone. As a result, the ability to respond quickly to evolving trends and execute effective marketing strategies has become critical. Accordingly, the Company focuses on developing value-for-money brands while enhancing overall customer experience.

In parallel, the company continues to seek new potential brands through joint ventures, focusing on brands operating in food categories not currently represented within its portfolio and demonstrating strong growth potential.

Rewards and Achievement (People)

Over the past year, the Company's food business group has continued to drive strong growth while consistently developing its brands, people, and operational standards to enhance customer experience and create value for stakeholders across all dimensions. This commitment is reflected in various awards and recognitions at the corporate, brand, and personnel levels, as detailed below:

- Leadership Awards
 - Thailand Top CEO of The Year 2025 (Mr.Nath Wongpanich, Chief Executive Officer, Central Restaurants Group Co., Ltd.)
- Brand Awards
 - Top Influential Brands Awards (Auntie Anne's and Mister Donut)
 - No.1 Brand Thailand 2024–2025 (Auntie Anne's, Mister Donut, and Katsuya)
- Human Resources Awards
 - Five awards from Employee Experience Awards Thailand 2025
 - HR Professional Awards from the Personnel Management Association of Thailand

- Awards for organizations supporting persons with disabilities (Central Restaurants Group Co., Ltd. and CRG International Food Co., Ltd.):
 - Honor-level recognition for 11 consecutive years (Central Restaurants Group Co., Ltd.)
 - Excellent-level recognition for 8 consecutive years (CRG International Food Co., Ltd.)
- Other Awards
 - “The Good Sustaining Partner Award” from the SOS Thailand Award 2025 (Mister Donut)

The Company has joined Thailand’s Private Sector Collective Action Coalition Against Corruption (CAC) which is an initiative under Thailand’s Institute of Directors (IOD) on 1st September 2011 and has been completed the third renewal on 30 September 2025 and has been certified as a “CAC Change Agent” at the highest level (3 stars) since 2024, with such certification renewed again in 2025.

This recognition serves as significant evidence of the Company’s strong commitment to promoting and supporting its subsidiaries, business partners, and stakeholders in conducting business in accordance with good corporate governance principles, and committed to the serious fight against corruption.

The Company has laid out the “Anti-Corruption Policies” as a guideline for all employees of the Company to adhere to in their operation as well as for all relevant stakeholders to acknowledge the Company’s intention and business operation guidelines, the Company also publicizes its Anti-Corruption Policies on the Company’s website and issued letters for all its trading partners to notify them to keep the business dealings honest and transparent under the measures that have been laid out and invited all trade partners to express their intention to join the Private Sector Collective Action Coalition Against Corruption.

Furthermore, The Company has communicated its No Gift Policy to all employees and informed all stakeholders through the Company’s website, so that everyone can strictly adhere to this policy as a standard practice.

The Chairman then invited shareholders to raise any questions, share their suggestions.

Mrs. Paranee Galviroj, the Company Secretary, informed the Meeting that there was a shareholder who submitted questions through written communication. The details are as follows:

Mr. Noppadon Sombatjiraporn (Shareholder): raised the following questions

What are the key reasons and factors behind the disposal of assets of Centara Grand Osaka?

Mr. Gun Srisompong: clarified as follows:

The disposal of assets of Centara Grand Osaka is in line with the Company’s original intent since the inception of the investment with our Joint Venture (JV) partners. Our strategic plan was to consider an exit after an initial investment period of 3–5 years, once the project’s operating performance had stabilized and gained clarity. Should an interested party offer an appropriate price, the Company would view it as an opportunity to realize investment gains.

Furthermore, the disposal of this asset is part of our capital recycling strategy aimed at enhancing liquidity. The proceeds, including the realized profits, will be redeployed into new investment projects, particularly for further expansion in Japan.

It should be noted that following the disposal, the Company continues to operate the hotel under a leaseback arrangement. The property will maintain the "Centara Grand" branding, and the Company will continue to receive management fees as per the standard terms.

There were no further questions or suggestions from shareholders, the Chairman requested the meeting to cast their votes to acknowledge the Operating Performance results of the Company for Full Year (FY) 2025.

Resolution: The Meeting acknowledged the Operating Performance results of the Company for Full Year (FY) 2025 (no voting required)

Agenda Item 3. To approve the audited financial statements for the year ended December 31, 2025

The Chairman has invited Mr. Gun Srisompong, Chief Financial Officer and Vice President of Finance and Administration, to present the details for the consideration of the Shareholders.

Mr. Gun Srisompong reported that the Company's separate financial statement and the consolidated financial statement for the year ended on December 31st, 2025, have been audited by the auditor who expressed his unqualified opinion detailed as follows.

The key factors affecting the Company's performance in 2025 can be summarized into two main areas as follows:

1. Overview of the Tourism Industry

In 2025, the Company owned and operated hotels in four key countries: Thailand, the Maldives, Dubai, and Japan.

- **Thailand:** Recorded a total of 32.97 million international tourist arrivals, representing a 7% decrease compared to 2024, mainly due to the decline in Chinese tourists and the impact of a major earthquake in late March, which affected the overall tourism sector.
- **Maldives:** Recorded a total of 2.25 million international tourist arrivals, increasing by 10% YoY, supported primarily by tourists from China, Russia, and the United Kingdom.
- **Dubai:** Recorded a total of 19.6 million international tourist arrivals, increasing by 5% YoY.
- **Japan:** Recorded a total of 42.7 million international tourist arrivals, increasing by 16%, supported by the World Expo 2025 Osaka held in Osaka.

2. Key Business Developments of the Company

2.1 Domestic Hotels

- Centara Grand Beach Resort & Villas Hua Hin underwent partial renovation.
- Centara Grand Beach Resort & Villas Krabi was fully closed for renovation starting from Q2/2025.

In addition, Centara Karon Villas, a 50-room extension of Centara Karon Phuket, commenced operations in November 2025.

2.2 Overseas Hotels

- Two new hotels in the Maldives:
 - Centara Mirage Lagoon Maldives recognized the first full year of operations in 2025.
 - Centara Grand Lagoon Maldives commenced operations in April 2025.

2.3 Company Investments

Hotel Business

The Company invested in Centara Life Osaka in September 2025, comprising 300 rooms, under a 50:50 joint venture structure, and the hotel officially commenced operations in April 2026.

Food Business

The Company invested in Miracle Planet Co., Ltd. in December 2025, holding 40% of total registered shares. The Company operates restaurants under brands Lucky Suki and Lucky BBQ.

At the same time, the Company discontinued its joint venture operations of Café Amazon in Vietnam starting from September 2025.

Regarding the consolidated financial statements of the Company and its subsidiaries as of December 31, 2025, the Company had Total Assets of Baht 62,728 million, an increase of Baht 1,967 million or 3% compared to the end of 2024, mainly due to an increase of primarily Property, plant and equipment rose by Baht 1,331 million and Investments in joint ventures increased by Baht 896 million.

Moreover, total Liabilities were Baht 40,114 million, an increase of Baht 303 million or 1% compared to the end of 2024, while total Shareholders' Equity of Baht 22,614 million, an increase of Baht 1,665 million compared to the end of 2024. This was driven by net profit for the year 2025 of Baht 1,993 million, an increase in revaluation surplus on land of Baht 991 million net decrease in exchange differences on translation of financial statements in foreign currency of Baht 493 million and a dividend payment of Baht 796 million.

In addition, Mr. Gun Srisompong reported on the Company's liquidity as of 31 December 2025. The Company had cash and cash equivalents of approximately Baht 2,945 million. The Company still has approximately Baht 8,000 million in available loan credit to support liquidity for its operations, as well as future investments.

At the end of 31 December 2025, the Company achieved total revenues of Baht 25,008 million, an increase of 4% YoY, with the proportion of total revenues between the Hotel Business and the Food Business being 48%: 52%. For the performance 2025, the hotel business achieved total revenues of Baht 12,026 million, an increase of 9% YoY and the food business had a total revenue of Baht 12,982 million, slightly decreased 1% compared to last year.

In 2025, the hotel business recorded an average occupancy rate of 72% and an average daily room rate of Baht 5,922, an increase of 4% YoY. This led to an overall improvement in operating performance.

Revenue contribution (including joint venture) was 59% from hotels in Thailand and 41% from overseas properties (Dubai 15%, Maldives 14%, and Japan 12%).

For the food business, same-store sales (SSS) growth in 2025 remained. Approximately 90% of total revenue (including joint ventures) was generated from five core brands: KFC, Shinkanzen Sushi, Mister Donut, OOTOYA, and Auntie Anne's.

In 2025, The Company achieved an EBITDA of Baht 7,042 million, an increase of 9% YoY. The Company had Net Cash from Operating activities totaling Baht 6,196 million. Core Net Profit was Baht 1,927 million, while reported net profit in the financial statements was THB 1,993 million.

As of the end of 2025, the Company's interest-bearing debt (excluding lease liabilities) approximately Baht 18,700 million, an increase of 7% compared to the end of 2024. The interest-bearing debt to equity ratio (excluding lease liabilities) at 0.8 times, with an average cost approximately 3.2%. Moreover, 76% has a maturity of more than one year, 42% has a fixed interest rate and 80% of the interest-bearing debt has denominated in Thai Baht.

Mr. Gun Srisompong provided additional information regarding the Company's investment plan for 2025, net cash used in Investing activities of Baht 3,707 million, which mainly consisted of payments to purchase property, plant, and equipment totaling of Baht 2,681 million and an increase of investments in joint ventures by Baht 940 million and other non-current financial assets of Baht 539 million.

For 2026, the Company initially planned total capital expenditures of approximately Baht 7,500 million (Baht 4,600 million for the hotel business, Baht 900 million for the food business, and Baht 2,000 million for additional investment opportunities). However, following situation in the Middle East, the Company has revised its investment plan to better manage risks and align with the current situation.

The investment budget for the food business is expected to be reduced to approximately Baht 770 million, while the hotel business budget is expected to be reduced to approximately Baht 4,000 million. The key investment projects for the hotel business include:

1. Renovation of Centara Grand Beach Resort & Villas Hua Hin and Centara Grand Beach Resort & Villas Krabi, totaling approximately Baht 2,700 million;
2. Solar battery energy storage system in the Maldives, approximately Baht 250 million;
3. Budget hotel project in partnership with OR, approximately Baht 220 million;
4. Normal CAPEX and other projects, approximately Baht 500–800 million.

For the outlook of the hotel business in 2026, the Company originally projected total revenue of approximately Baht 15,000–16,000 million, representing growth of 14%–15%. However, due to the impact of the Middle East situation, which resulted in booking cancellations of approximately Baht 500 million (50%–60% originating from the Middle East region), the Company has revised its revenue forecast downward to approximately THB 14,000 million, representing growth of 6%. The occupancy rate is expected to be in the range of 70%–75%, with RevPAR of approximately Baht 4,300–4,500. Additional supporting factors include the opening of Centara Life Osaka and gains from the disposal of assets of a joint venture (Centara Grand Osaka).

For the food business, the Company initially projected revenue of approximately Baht 19,000 million (including joint ventures), representing growth of 12%–14%. However, due to economic pressures affecting domestic purchasing power, the forecast has been revised downward to approximately Baht 18,500 million, or 10% growth. Same-store sales are expected to remain stable, with a focus on expanding core brands to support overall growth.

Overall, in 2026, the Company expects total revenue (including joint ventures and excluding the Lucky Suki brand) to be approximately Baht 32,500 million.

However, The Board of Directors has considered and approved the consolidated financial statements of the Company and its subsidiaries as of 31 December 2025, as presented in the 2025 Annual Report on page 400 and on the Company's Investor Relations website. The financial statements have been audited by certified auditors from EY Office Limited and have been prepared in accordance with financial reporting standards. The financial statements present correct and accurate data and have been reviewed by the Audit Committee.

The Chairman then welcomed shareholders to raise any questions, share their suggestions. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes to approve the Financial Statements for the year ended December 31, 2025.

Resolution: The Meeting has considered and unanimously resolved to approve the Financial Statements for the year ended December 31, 2025, which have been audited by EY Office Company Limited, with the voting results as follows:

Approve	1,101,657,937	votes (100%)
Disapprove	-	votes
Abstentions	-	votes
Invalid voting ballots	-	votes

Agenda Item 4. To consider and approve the payment of dividends for the year 2025 operating performance.

The Chairman has invited Mr. Gun Srisompong, Chief Financial Officer and Vice President of Finance and Administration, to present the details to the Shareholders for consideration.

Mr. Gun Srisompong informed that the Company's dividend policy is to allocate not less than 60% of the Net Profit (after tax) for the year as dividends, except in the event of major business expansion. Then consideration may be given to allocating less than 60% of the Net profits as dividend payments.

In 2025, the Company reported a net profit of Baht 1,993 million based on the consolidated financial statements and net profit of Baht 1,370 million based on the separate financial statements.

The Board of Directors therefore resolved to propose to the Annual General Meeting of Shareholders the approval of a dividend payment to shareholders holding 1,350 million shares at the rate of Baht 0.67 per share, totaling Baht 904.5 million.

The comparison of the rate of dividend from the result of performance in 2025 with the dividend payout rate in the latest year:

Detail of dividend payment	Year 2024	Year 2025
1. Consolidated Net Profit (THB)	1,752,985,011	1,992,901,526
2. Total shares	1,350,000,000	1,350,000,000
3. Annual dividend (THB/share)	0.59	0.67
4. Total dividend amount (THB)	796,500,000	904,500,000
5. Dividend payout ratio compared with net profit according to the consolidated financial statements	45.4%	45.4%

*The dividend payout ratio is in line with the company's dividend policy.

The Company continues to proceed with business expansion plans as appropriate, including the implementation of major renovation projects at two key hotels. Accordingly, the Company deems it necessary to retain a portion of its funds to support such investment plans.

Additionally, The Company had set aside the legal reserves up to the ten percent of the registered capital according to Clause 116 of the Public Companies Act, 1992 (BE.2535) as well as the Company's Articles of Association; therefore, no additional legal reserves is required.

The Board of Directors deemed it appropriate to propose to the Shareholder's Meeting to consider and approve the dividend payment for 2025 performance at THB 0.67 per share. The date to record the name of shareholders who are entitled to receive the dividend payment (Record Date) will be fixed on 7 May 2026 and the dividend would be paid to shareholders on 21 May 2026.

The Chairman then welcomed shareholders' queries for more details and other views. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting approved the dividend payment for 2025 performance at THB 0.67 per share. The date to record the name of shareholders who are entitled to receive the dividend payment (Record Date) will be fixed on 7 May 2026 and the dividend would be paid to shareholders on 21 May 2026, with the following votes:

Approve	1,072,706,708	votes (97.37%)
Disapprove	28,941,229	votes (2.63%)
Abstentions	-	votes
Invalid voting ballots	-	votes

Agenda Item 5. To approve the appointment of re-election directors whose tenures have ended for the year 2026.

The Chairman invited Mrs. Paranee Galviroj, the Company Secretary, to propose to the Meeting to consider appointing Directors to replace those retiring by rotation for the year 2026.

Mrs. Paranee Galviroj informed that, in accordance with Section 71 of the Public Limited Companies Act and the Company's Articles of Association, at every Annual General Meeting, one-third of the total number of directors must retire by rotation. The directors who have served the longest terms shall retire, and those retiring directors may be re-elected for another term. In 2026, four directors are due to retire by rotation, namely:

Name of Director		Position
1	Mr. Norachit Sinhaseni	Independent Director / Chairman of the Board of Directors
2	Mrs. Chintana Boonyarat	Director
3	Mrs. Supatra Chirathivat	Director
4	Mr. Thirayuth Chirathivat	Director / Chief Executive Officer / Member of the Risk Management, Corporate Governance and Sustainability Committee

The Company had given the shareholders an opportunity to nominate directors in advance by distributing details via its website (<https://investor.centarahotelsresorts.com>) and SET's news and information system from October 9, 2025, to February 1, 2026. However, none of the shareholders proposed the names of individuals to be elected for directorship to the Company.

The Board of Directors, excluding the directors having a conflict of interest, considered that the person nominated this time has passed the process specified by the Company and has qualifications under the relevant regulations including requirements relating to independent directors and well-suited for the Company's business operations.

Furthermore, all nominees for directorship possess qualifications in accordance with the Company's Articles of Association, the Public Limited Companies Act, the requirements of the Office of the Securities and Exchange Commission, and the Stock Exchange of Thailand. All nominees have various knowledge, expertise, and experience in hotel management and other businesses beneficial to the Company and can dedicate sufficient time and capability to act in the best interests of the Company as well as all shareholders and stakeholders. Accordingly, they are deemed suitable for appointments as directors of the Company.

Therefore, the Board of Directors has resolved to approve the proposal of the Nomination and Compensation Committee to propose the Shareholders' Meeting in 2026 to approve the reappointment of the 4 directors who are retiring by rotation for another term as directors of the Company, as follows:

Name of Director		Position
1	Mr. Norachit Sinhaseni ⁽¹⁾	Independent Director / Chairman of the Board of Directors
2	Mrs. Chintana Boonyarat	Director
3	Mrs. Supatra Chirathivat	Director
4	Mr. Thirayuth Chirathivat	Director / Chief Executive Officer / Member of the Risk Management, Corporate Governance and Sustainability Committee

The profiles of each nominated director are provided in *Attachment No. 3* of the Invitation to the 2026 Annual General Meeting of Shareholders.

Remark: ⁽¹⁾The Company has defined much stricter qualifications for independent directors than those required by the Securities and Exchange Commission and the Stock Exchange of Thailand as detailed in 2025 Annual Report (56-1 One Report) page 444-445 (Details as shown in *Attachment No.2*, regarding the document of Invitation to the 2026 Annual General Meeting of Shareholders.)

The Chairman then welcomed shareholders to raise any questions, share their suggestions. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes by individually.

Resolution The Meeting approved the re-election of all 4 retiring directors in 2026 to be the Company's Director for another term as proposed above, by a majority of votes of the shareholders attending the Meeting and voting with individual resolutions as follows:

1. Mr. Norachit Sinhaseni

Approve:	1,093,583,373	votes (99.27%)
Disapprove:	8,061,141	votes (0.73%)
Abstain:	-	votes
Voided Ballot:	-	votes

2. Mrs. Chintana Boonyarat

Approve:	1,099,494,768	votes (99.80%)
Disapprove:	2,153,169	votes (0.20%)
Abstain:	-	votes
Voided Ballot:	-	votes

3. Mrs. Supatra Chirathivat

Approve:	1,099,635,668	votes (99.82%)
Disapprove:	1,992,269	votes (0.18%)
Abstain:	-	votes
Voided Ballot:	-	votes

4. Mr. Thirayuth Chirathivat

Approve:	1,100,970,968	votes (99.94%)
Disapprove:	676,969	votes (0.01%)
Abstain:	-	votes
Voided Ballot:	-	votes

Agenda Item 6. Approval of the remuneration for the Board of Directors for the year 2026.

The Chairman invited Mrs. Paranee Galviroj, the Company Secretary to propose to the Meeting to consider and approve the Directors' compensation for the year 2026.

Mrs. Paranee Galviroj , stated that regarding section 90 of Public Limited Companies Act and the Company's Articles of Association, the Nomination and Remuneration Committee had proposed to the Board an approach for the determination of directors' remuneration, taking into account their responsibilities, performance relative to the Company's overall operational performance and related factors, inclusive of comparisons to remuneration of other companies within the same or similar industry and business sectors as the Company.

The Nomination and Remuneration Committee deemed it appropriate to recommend the Board to propose that the shareholders consider and approve the remuneration for the Board of Directors for 2026 (Monetary Remuneration), at the budget not exceeding Baht 12 million, maintaining the Directors' fee structure as in 2025 and other benefit which is a special allowance for dining expenses at the hotel's restaurants within the Company's group, provided to each director, with a limit of Baht 100,000 (selling price). The details of the compensation are as follows.

1. Monetary Remuneration

- Quarterly Compensation and Meeting Allowance

Type of Compensation	Compensation (Baht)		
	2025	2026	Change
1. Quarterly Compensation (Baht/Quarter)			
- Chairman of the Board of Director	100,000	100,000	-
- Chairman of the Audit Committee	70,000	70,000	-
- Director	60,000	60,000	-
2. Meeting Allowance for Directors Meetings (Baht/Attendance)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-
3. Meeting Allowance for Audit Committee Meetings (Baht/Attendance)			
- Chairman	40,000	40,000	-
- Director	30,000	30,000	-

4. Meeting Allowance for Nomination and Compensation Committee Meetings (Baht/Attendance)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-
5. Meeting allowance for the Risk Management & Corporate Governance Committee (Baht/Attendance)			
- Chairman	35,000	35,000	-
- Director	30,000	30,000	-

- Bonus

The Company shall pay bonuses to the Directors upon conditions, details, forms and appropriate bonus payout rates as determined by the Board of Directors. The bonus shall be paid to Directors based on their performance and participation in the Meetings. The Company shall allocate the bonus from the remaining budget at the end of the year to each Director based on the Company's performance, operating performance and participation during Meetings. Executive Directors of the Company shall not receive Director's bonuses.

In this regard, in 2025, the Company paid remuneration to the Board of Directors in accordance with the payment structure approved by the Shareholders, totaling THB 11,292,600 (eleven million two hundred ninety-two thousand six hundred Baht), as detailed in the 2025 Annual Report on page 381 under the section "Directors' Remuneration for the Year 2025."

2. Other Remunerations

The Company provides meal allowance at the outlets to Board of Director at the amount Baht 100,000 (selling price)

Restaurant Service Cost	2025	2026	Change
The Amount limit pending Shareholders' Approval (per person/per year)	100,000	100,000	0

The Chairman then invited shareholders to raise any questions, share their suggestions. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting has considered and resolved to approve the remuneration for the Board of Directors for 2026, at the budget not exceeding Baht 12 million with the same Directors' fee structure as in 2025 and other benefits which is dining expenses at the hotel's restaurants within the Company's group, provided to each director, with a limit of 100,000 Baht (selling price) by votes of not less than two-thirds of the shareholders who attend the Meeting and vote.

Approve:	1,101,627,937	votes (99.99%)
Disapprove:	-	votes
Abstentions	20,000	votes (0.01%)
Invalid voting ballots:	-	votes

Agenda Item 7. Approval of the appointment of the External Auditors and determination of the audit fee for the year 2026.

The Chairman invited Ms. Sopawadee Lertmanaschai, Chairwoman of Audit Committee, to present a report on the appointment of auditors and determination of the audit fees for the year 2026 for the Meeting to consider and approve.

Ms. Sopawadee Lertmanaschai, Chairwoman of Audit Committee had presented the report to the Meeting, which can be summarized as follows.

In order to comply with section 120 of the Public Limited Companies Act prescribes that the annual general meeting of shareholders shall consider and approve an appointment of an auditor and determine the remuneration of auditor of the Company every year.

In this regard, the Audit Committee had considered that the auditor and audit fees are appropriate and recommended the Board of Directors deems it appropriate to propose the Shareholders' Meeting to approve the appointment of the auditor of the Company and its subsidiaries and audit fee of the Company for the year 2026.

The Board of Directors considered and agreed with the proposal made by the Audit Committee and recommended the Shareholders' Meeting proceed as follows:

- (1) To consider and appoint EY Office Company Limited., as the auditor of the Company and its subsidiaries for the year 2026, namely:
 1. Mr. Samran Taengcham Certified No 8021 or
 2. Miss Siriwan Nitdamrong Certified No 5906 or
 3. Miss Natteera Pongpinitpinyo Certified No 7362 or
 4. Mr. Somsak Chiratdhitiampiyong Certified No 8874

Whereby, all of the abovementioned persons are all fully independent of and have no vested interests whatsoever in the Company and/or its Subsidiaries.

Additionally, EY Office Company Limited. is the authorized auditor of the Company, 42 subsidiary companies and 1 property fund. The Company's auditor is Mr. Samran Taengcham (Certified No. 8021), who was appointed as the Company's auditor for the first time in 2025.

- (2) To approve the audit fee of the Company for the year 2026 in the amount of Baht 2,401,000 (Two Million Four Hundred One Thousand Baht), an increase of Baht 209,000 or 10% from the audit fee in 2025, mainly due to business expansion. The audit fee for 2026 is therefore proposed as follows:

	2025	2026	Increase
1. Audit Fee (Baht)	2,192,000	2,401,000	209,000
2. Non-Audit Fee	-	-	-

The Chairman then invited shareholders to raise any questions, share their suggestions. There were no queries or recommendations, the Meeting therefore proceeded to cast the votes.

Resolution: The Meeting has considered and resolved to appoint EY Office Co., Ltd. to be the auditor of the Company and its subsidiaries for the year 2026 and approved the audit fees of the Company for the year 2026 which will be Baht 2,401,000 (Two Million Four Hundred One Thousand Baht) as proposed above, with the following votes.

Approve:	1,101,556,037	votes (99.99%)
Disapprove:	91,900	votes (0.01%)
Abstain:	-	votes
Voided Ballot:	-	votes

Agenda Item 8. To consider other matters (if any)

The Chairman then invited shareholders to raise any questions, share their suggestions.

Mrs. Paranee Galviroj, the Company Secretary, informed the Meeting that there was a shareholder who submitted questions through written communication. The details are as follows:

Mr. Noppadon Sombatjiraporn (Shareholder): raised the following questions

Is the Company studying or interested in investing in hotel businesses in other Asian countries, such as Taiwan and China, in addition to Japan?

Mr. Thirayuth Chirathivat: clarified as follows:

For the expansion of the Centara hotel group beyond investments in Japan, the Company is currently exploring the feasibility of investments in Indonesia, particularly in Bali. In addition, the Company is evaluating potential investment opportunities in South Korea and China. Such assessments cover both joint venture arrangements and hotel management contracts, depending on the suitability of each project.

As no further inquiry or proposal for consideration is made in the Meeting, the Chairman of the Meeting therefore thanked all shareholders for taking their time to attend the Meeting and declared the Meeting closed at 4:05 p.m.

-Signed-

(Mr. Norachit Sinhaseni)
Chairman of the Board

-Signed-

(Ms. Piyawan Navarat)
Minute-Taker

-Signed-

(Mrs. Paranee Galviroj)
Company Secretary