



Invitation to attend the AGM Y2026

ARIP Public Company Limited

Thursday 9 April 2026

as from 2.00 p.m.,

at ASIC Room, 31<sup>st</sup> Floor, MS SIAM Tower

1023 Rama III Road, Chong Nonsi, Yannawa,

Bangkok 10120

**ARIP PUBLIC COMPANY LIMITED**

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ARIP 168/2026

9 March 2026

Subject: Invitation to the Annual General Meeting of Shareholders 2026 (AGM)

Attention: Shareholders of ARIP Public Company Limited

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ARIP Public Company Limited will arrange the 2026 Annual General Meeting of Shareholders on 9 April 2026 as from 2.00 p.m. at ASIC Room, 31<sup>st</sup> Floor, MS SIAM Tower, 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120, to consider the following agendas.

**Agenda 1 To acknowledge the 56-1 One report and report on the Company's operating results 2025**

Objective and Rationales: According to the Company's operating results for the year ended 31 December 2025, the Company's total revenue was 258.03 MB and was net profit of 11.17 MB. The detailed of the Company's operating results are provided in the 56-1 One report, published through SET, The Company's web site and QR Code in Registration form. (*Enclosure 7*)

Opinion of the Board: The Board deems it appropriate to propose to the AGM to acknowledge the 56-1 One report and report on the Company's operating results 2025.

**Agenda 2 To consider and approve the Audited Statement of financial position and Statement of comprehensive income for the year ended 31 December 2025**

Objective and Rationales: In compliance with Section 112 of the Public Limited Companies Act, B.E. 2535, under title "Financial Statement". The Board shall prepare the Company's Audited Statement of financial position and Statement of comprehensive income for the year ended 31 December 2025, which have been audited by the authorized auditor and reviewed by Audit Committee and the Board submitted to the AGM for approval.

Opinion of the Board: The Board deems it appropriate to propose to the AGM to consider and approve the Company's Statement of financial position and Statement of comprehensive income for the year ended 31 December 2025, which have been audited by the authorized auditors.

**Agenda 3 To consider and approve the profit apportionment and dividend payment derived from operating results for the year ended 31 December 2025**

Objective and Rationales: The Public Limited Company Act, B.E.2535 section 115 requires that the Company pay dividend from its profits only and Section 116 requires that the Company set aside at least 5% of its net annual profit as a legal reserve until it reaches 10% of the Company's registered capital.

The Company has a policy to pay dividend of not less than 50% of net profit after taxation. However, the payout ratio may be lower if the Company to expand its operations. The dividend payment shall not exceed the retained earnings of the Company financial statements.

Opinion of the Board: The Board deems it appropriate to proposed AGM to consider and approve the profit apportionment and dividend payment from the Company's operating results Y2025 as follows:

At present, the Company has allocated legal reserves of not less than 10 percent of the registered capital of 116.50 million baht, amounting to 11.65 million baht as required by law.

The Company's performance for the fiscal year ended 31 December 2025, the Company has a net profit after tax of 11.17 million baht. The Board propose to the meeting approve of the dividend payment of the Y2025 at the rate of 0.02 baht per share (par value 0.25 baht), totaling 9,320,000 baht, representing 83.42 percent compared to the Company's net profit. This dividend distribution shall be payable to the shareholders intitling to receive the dividend whom listed in the record date on 10 March 2026 and the dividend payment shall be made on 24 April 2026. (The rights to receive dividend is uncertainly as it has not been approved by shareholders).

Dividend payments for Y2023-2025

Details of dividend payment	2023	2024	2025
1. Total revenue (million baht)	246.99	216.19	<b>258.03</b>
2. Net profit (million baht)	12.62	8.30	<b>11.17</b>
3. Unappropriated retained earnings (million baht)	16.49	14.70	<b>18.00</b>
4. No. of shares-issued and paid up (million shares)	466	466	<b>466</b>
5. Dividend per share (baht)*	0.0215	0.0169	<b>0.02</b>
6. Dividend payment (million baht)	10.02	7.88	<b>9.32</b>
7. Dividend payout ratio*	79.38%	94.84%	<b>83.42%</b>

\* The dividend payout ratio complies with the Company's dividend policy.

**Agenda 4 To consider and approve the appointment of new directors replacing those retired by rotation**

Objective and Rationales: The Public Limited Companies Act, B.E.2535 and the Company's Association Article 17, at least one-third or the closest number to one-third of the directors shall vacate offices at the Annual General Meeting of Shareholders. The directors who were due to retire by rotation in the 2026 Annual General Meeting of Shareholders would be as follows:

1. Mr. Boonlerd Narathai Director, Chief Executive Officer
2. Assoc. Prof. Rana Pongruengphant, Ph. D. Independent Director

The Company announced on the Company's website (<http://www.aripplc.com>) to invite all minority shareholders to nominate qualified persons to be appointed as the Company's directors at least three months in advance from 1-31 December 2025. However, there was no shareholder nominated any person to be appointed as the Company's director.

The Nomination and Remuneration Committee to consider persons with educational qualification, knowledge, competency, and experiences that will be beneficial and consistent with business strategies, and are qualified as required by the Public Limited Company Act, B.E.2535 and the Securities and Exchange Act. The Board considers the candidates nominated by the committee and, if the Board agrees, will propose them to the AGM for approval.

In this nomination, The Nomination and Remuneration Committee deemed it appropriate to propose to the Board to consider and approve the two of retiring directors by rotation to their offices as directors for another term. The profiles of the two retiring directors are detailed in *Enclosure 1*.

Opinion of the Board: Individuals who have been nominated in this process of moderation by the Nomination and Remuneration Committee and the Board of Directors, which the nominee's qualifications are suitable for the Company's businesses. There are no minority shareholders proposed candidates for the nomination. The Board deems it appropriate to propose to the AGM to consider and approve the appointment of Mr. Boonlerd Narathai and Assoc. Prof. Rana Pongruengphant, Ph. D., who's been retiring as directors by rotation to return to their offices as directors for another term.

In this agenda, Assoc. Prof. Rana Pongruengphant, Ph. D. as the independent director, who been in the position exceeding 9 consecutive years, has been retiring in this term. The Committee determined that Assoc. Prof. Rana Pongruengphant, Ph. D. as an independent director, who has the knowledge and work experience, can give her opinions independently in accordance with the relevant guidelines, which are valuable for the Company's businesses. Hereby, the Company has nominated her as independent directors of the Company by the designation above.

**Agenda 5 To consider and approve determination of the Directors' remuneration**

Objective and Rationales: The Company has appointed the Nomination and Remuneration Committee to consider the remuneration of the Broad and subcommittees. However, the Nomination and Remuneration Committee determined the remuneration from experience, the performance obligations and responsibilities of the directors, by comparing with other companies in the same industry or companies that perform similar business.

The Nomination and Remuneration Committee has considered the remuneration of the Board and subcommittees Y2026 was equal to previous year, as follows:

The Board and subcommittees' remuneration for Y2025-2026

Name-Last Name	Position	Remuneration (Baht/month)		Increase (decrease)
		2025	2026	
1. Mr. Manu Leoparote <sup>(1)</sup>	- Chairman of the Board	273,000	<b>273,000</b>	-
2. Mr. Min Intanate <sup>(2)</sup>	- Director	20,000	<b>20,000</b>	-
	- Executive Chairman	130,000	<b>130,000</b>	-
3. Mr. Boonlerd Narathai <sup>(3) (5)</sup>	- Director	-	-	-
	- Chairman of RMC	-None-	<b>-None-</b>	-
4. Dr. Wilson Teo Yong Peng <sup>(4)</sup>	- Director	-	-	-
5. Ms. Reuchaporn Sahawathanapong <sup>(3) (5)</sup>	- Director	-	-	-
	- Member of RMC	-None-	<b>-None-</b>	-
6. AVM Isaraya Sukcharoen	- Independent Director	20,000	<b>20,000</b>	-
	- Chairman of AC	30,000	<b>30,000</b>	-
	- Member of NRC	-None-	<b>-None-</b>	-
	- Chairman of CGS	-None-	<b>-None-</b>	-
7. Assoc.Prof. Rana Pongruengphant, Ph.D.	- Independent Director	20,000	<b>20,000</b>	-
	- Member of AC	20,000	<b>20,000</b>	-
	- Chairman of NRC	-None-	<b>-None-</b>	-
	- Member of CGS	-None-	<b>-None-</b>	-
8. Ms. Sunee Mattanyukul	- Independent Director	20,000	<b>20,000</b>	-
	- Member of AC	20,000	<b>20,000</b>	-
	- Member of NRC	-None-	<b>-None-</b>	-
	- Member of CGS	-None-	<b>-None-</b>	-
<b>Total</b>		<b>553,000</b>	<b>553,000</b>	<b>-</b>
<b>Allowance per attendance</b>				
- The Board of Directors		5,000	<b>5,000</b>	-
- The Audit Committee		-None-	<b>-None-</b>	-
- The Executive Committee		-None-	<b>-None-</b>	-
- The Nomination and Remuneration Committee		5,000	<b>5,000</b>	-
- The Corporate Governance and Sustainability Committee		5,000	<b>5,000</b>	-
- The Risk Management Committee		5,000	<b>5,000</b>	-
<b>Other Benefits: Board of Directors and subcommittees</b>		-None-	<b>-None-</b>	-

**Remark:** (1) Mr. Manu Leoparote, Chairman of the Board, approved monthly remuneration was 273,000 baht, but due to the economic situation he had a reduction his remuneration to 200,000 baht per month since April 2016 to the present.  
(2) Mr. Min Intanate as Director and Executive Chairman, replacing Mr. Vichate Tantiwanich, effective on 7 August 2025. The remuneration was the same resigned director.  
(3) Mr. Boonlerd Narathai and Ms. Reuchaporn Sahawathanapong offered to waive the director's remuneration.  
(4) Dr. Wilson Teo Yong Peng offered to waive the director's remuneration and allowance of the Board's meeting.  
(5) Mr. Boonlerd Narathai, Ms. Reuchaporn Sahawathanapong, Mr. Thanit Klaewdejsri and Mr. Pornchai Jantaraprasang offered to waive the director's attendance Fee of the Risk Management Committee meeting.

Authorities and Duties of the Board and subcommittees were described in the Annual Report under title “Corporate government structure”.

Opinion of the Board: The Board deems it appropriate to propose to the AGM to consider and approve the directors' remuneration as per details above.

**Agenda 6 To consider and approve the appointment of auditor and determination of auditor's remuneration for Y2026**

Objective and Rationales: The Public Limited Company Act, B.E.2535 section 120 requires that the Annual General Meeting of shareholders appoint auditors and determine their remuneration and the Company's Association Article 33 (6), to approve the appointment of the Company's auditor of the Company's Articles of Association. (Enclosure 2)

The Audit Committee has been considering the qualifications of auditors and audit fee that in Y2025, EY Office Limited is an experienced auditor firm, which are famous and generally accepted. The three of nominated auditors are not contrary to the SET, no relationship with, or any interest with the Company, Executives, major shareholders or any related persons, which may have an impact on performing tasks independently. The Board shall ensure that the Auditor can perform its tasks in time.

List of auditor name proposed by EY Office Limited

Name	CPA Registration Number	Years of auditing the Company
Ms. Kirdsiri Kanjanaprakasit	6014	5 Years
Ms. Orawan Techawatanasirikul	4807	have not yet been the company's auditor
Ms. Rosaporn Decharkom	5659	have not yet been the company's auditor

In Y2026, the audit fee will be settled at the total of 1,275,000 baht per year excluding other expenses was equal to the previous year, as follows:

Audit fee comparison for Y2025-2026

Description	EY Office Limited		Increase/(decrease)	
	Y2025	Y2026	Baht	%
1. Audit fee and review 56-1 One report	870,000	<b>870,000</b>	-	-
2. Review quarterly Report (3 quarters)	405,000	<b>405,000</b>	-	-
<b>Total</b>	<b>1,275,000</b>	<b>1,275,000</b>	-	-

The Audit Committee agreed to propose to the Board to be submitted to the AGM, for approval of the appointment of EY Office Limited as the Company's auditor for Y2026 with an auditing fee of 1,275,000 baht per year excluding other expenses.

The Company has no subsidiary; therefore, there is no auditor appointment and no audit fee.

Opinion of the Board: The Board deems it appropriate to propose to the AGM to consider and approve the appointment of EY Office Limited as the auditor for Y2026 with an audit fee at the total amount of 1,275,000 baht per year excluding other expenses.

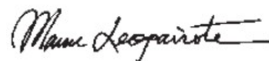
## Agenda 7 To consider other business (if any)

The Company has to set the record date on which shareholders have the rights to attend the Annual General Meeting of Shareholders 2026 on 10 March 2026.

The shareholders are cordially invited to attend the Meeting on the date, and at time and place as mentioned above. For the convenience of registration process, the Company will arrange the register from 1:00 p.m. If any shareholder is unable to attend the meeting, such shareholder may appoint a proxy to attend the meeting by filling in the information and affixing the shareholder's signature in the attached Proxy Form. The completed form together with the required documents must be produced before attending the meeting. Shareholders can appoint any persons or the Company's independent director to attend the meeting on their behalf.

The shareholders who require a proxy "Form B" in hard copy, please send your request via email: [tarip@arip.co.th](mailto:tarip@arip.co.th) within 26 March 2026.

Yours sincerely,  
ARIP Public Company Limited



Mr. Manu Leoparote  
Chairman of the Board

## The Profile of persons nominated to replace retiring directors

### 1. Mr. Boonlerd Narathai



Proposed appointment as	Director and Chief Executive Officer		
Age	49 Years		
Nationality	Thai		
Shareholding Proportion - Direct (30 Dec 2025)	- Ordinary share 600 shares (0.00%)		
- Indirect	- None -		
Educations	- Master of Science (Information Technology Management) Rangsit University - Bachelor of Science (Computer Science) Kasetsart University		
Certificate	- Director Accreditation Program (DAP), Class 161/2019 - Microsoft Certificate Professional (MCP) - Microsoft Certificate System Administrator (MCSA) - Microsoft Certificate System Engineer (MCSE) - Microsoft Certificate Trainer (MCT)		
5 Years' work experience	- ARIP PCL. - Director & Chief Executive Officer Aug 2019 - Present - Chairman of RMC Aug 2023 - Present - Digital Solution Director May 2016 - Present		
- Listed Company (1 EA)	- Certogo Co., Ltd. - Director Aug 2025 - Present - ACIS Professional Center Co., Ltd. - Director Oct 2024 - Present		
- Company Limited (2 EA)			
Duration of Directorship	7 Years (5 Aug 2019 – Present)		
Criminal Offence Record during the Past 10 years	- None -		
Qualification according to the laws and does not have prohibited qualification according to the announcement of the SET	Yes		
The equity in both direct and indirect	- None -		
Meeting Attendance for Y2025	Board Meeting Attendant 6 times Total Meeting 6 times (100%)		
Nomination Procedure	Under the consideration of The Nomination and Remuneration Committee and the Board of Directors (Details stated in the Invitation to attend the 2026 AGM page 4)		

(The nominating director is not director or executive in other companies that may be conflict of interest with the Company.)

## The Profile of persons nominated to replace retiring directors

### 2. Assoc. Prof. Rana Pongruengphant, Ph.D.



Proposed appointment as	Independent Director		
Age	79 Years		
Nationality	Thai		
Shareholding Proportion - Direct (30 Dec 2025)	- None -		
- Indirect	- None -		
Educations	<ul style="list-style-type: none"> <li>- Ph.D. (Higher Educational Administration) Illinois State University, USA</li> <li>- M.Ed. (Nursing Administration) Chulalongkorn University, Bangkok, Thailand</li> <li>- B.Sc. (Nursing) Mahidol University, Bangkok, Thailand</li> </ul>		
Certificate	<ul style="list-style-type: none"> <li>- Director Accreditation Program (DAP) (159/2019)</li> <li>- Director Forum 2025</li> <li>- Audit Committee Forum</li> </ul>		
5 Years' work experience			
- Listed Company (1 EA)	- ARIP PCL	- Independent Director, Member of AC	Feb 2019 - Present
		- Chairman of NRC	Nov 2020 - Present
		- Member of CGS	2019 - Present
- Company Limited (2 EA)	- Burapha University	- Executive Board Committee of the International College	2020 - Present
		- Executive Board Committee of the Graduate School	2018 - Present
	- King Mongkut's University of Technology North Bangkok	- University Council Committee	2019 - Present
Duration of Directorship	7 Years (21 Feb 2019 – Present)		
Criminal Offence Record during the Past 10 years	- None -		
Qualification according to the laws and does not have prohibited qualification according to the announcement of the SET	Yes		
The equity in both direct and indirect	- None -		
Meeting Attendance for Y2025	Board Meeting Attendant 6 times Total Meeting 6 times (100%)		
Nomination Procedure	Under the consideration of The Nomination and Remuneration Committee and the Board of Directors (Details stated in the Invitation to attend the 2026 AGM page 4)		

(The nominating director is not director or executive in other companies that may be conflict of interest with the Company and Independent directors who have been transparent in giving impartial advice.)

### Additional Qualifications for the Nominated Independent Director

Description	Qualifications	
1. Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 10 years.		
1.1 Taking part in the management of being and employee, staff member, advisor who receives a regular salary.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.2 Being professional services provider, e.g. Auditor, legal advisor, financial advisor.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.3 Having business relation that is material and could be barrier to independent judgment.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1.4 Family Relationship with other Directors, or management, or major shareholders.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2. Being an owner, director, management, employee or advisor who receive regular salary or holding more than one per cent of shares with voting rights of the company with the same business as IRPC and its competition is significant.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**The definition of “Independent Director”** The Company has defined “Independent Director” in more stringent than the requirement by the SEG and SET. (56-1 One Report “Report on key operating results on corporate governance”)

## The Company's Articles of Association with regard to the Annual General Meeting of Shareholders the Meeting and vote

### CHAPTER 3 BOARD OF DIRECTORS

**Article 16** The directors shall be appointed by the Shareholders Meeting in accordance with the following rules and procedures:

(1) Each shareholder shall have one vote per share.

(2) Each shareholder may cast all his/her vote(s) according to (1) to elect one or several candidates as directors, but could not allot the votes to any person at any number.

(3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected as directors at such time. In the event that a number of candidates receive an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the chairman of the meeting shall have a second or casting vote.

**Article 17** At every Annual General Meeting of Shareholders, one-third of the directors shall retire from office. If the number of directors is not a multiple of three, then the number of directors nearest to one-third must retire from office.

In the first two years after the Company is registered, the members who take retire from the board of directors are chosen by lots. After that, the rule requires that committee serve the longest in the position retire from the position.

### CHAPTER 4 SHAREHOLDERS MEETING

**Article 29** The Board of Directors shall summon a shareholders' meeting by sending a notice to the shareholders not less than seven days before the date of the meeting. The notice shall specify the place, date, time and agenda of the meeting and the subject matter to be submitted to the meeting together with appropriate details specify clearly agenda that to acknowledge, or to approve, or to consider and also compose of the Board of Directors' opinion. Such notice shall be published in a newspaper not less than three consecutive days before the date of the meeting.

A meeting of shareholders must be held in the area where the Company's head office is located or in any adjacent provinces or any other places as designated by the board of directors.

**Article 30** At any shareholders' meeting, the shareholders may appoint any other person who is Sui juries as proxy present and voting on his/her behalf. The proxy form must be dated and signed by the principal and shall comply with the form as prescribed by the registrar.

The proxy form must be submitted to chairman of the Board of Directors or other person designated by the chairman, at the meeting venue before the proxy attending the meeting.

## Enclosure 2

**Article 31** The quorum of a shareholders meeting shall be either not less than twenty-five shareholders present and proxies (if any) or not less than half of the total number of shareholders, and the total number of shares altogether should not less than one-third of the total number of shares sold.

When one hour has elapsed from the appropriated time fixed for any shareholders meeting and the number of shareholders presenting at the meeting does not constitute a quorum as specified, if such meeting is a shareholders meeting convened because of a request from shareholders, it shall be extinguished. If it is not convened because of a request from shareholders, it shall be re-convened by sending notice to shareholders not less than 7 days prior to the meeting. At this later, a quorum as prescribed is not compulsory.

The chairman of the Board of Directors has a duty to be the chairman of the meeting. In case the chairman of the Board is not present at the meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. If there is no vice-chairman, or if there is a vice-chairman but he/she cannot perform his/her duties, the shareholders present at the meeting shall elect one of the shareholders to be the chairman of such meeting.

**Article 32** Shareholders are entitled to voting rights according to the number of shares they have, one share per one vote.

(1) In an ordinary event, shall count the majority vote of the shareholders or proxies (if any) who attend the meeting and have the rights to vote. In case of a tied vote, the chairman of the meeting shall have a casting vote.

(2) In the following events, shall count a vote of not less than three-fourths of shareholders and proxies (if any) present at the meeting and entitled to vote;

(a) Sale or transfer of the whole or certain substantial parts of the Company's business to other persons;

(b) Purchase or acceptance of a transfer of business of other companies or private companies to the Company's own;

(c) Entering into, amending, termination the contract relating to the leasing out of the Company's business in whole or in essential parts; the authorization of other person to manage the Company's business or the amalgamation of the businesses with other persons for sharing profit and loss;

(d) Amendment, modification or addition of the Memorandum or Articles of Association of the Company;

(e) Increase or decrease of capital or issuance of debentures

(f) Amalgamation or dissolution of the Company

**Article 33** The agendas which the annual general meeting of shareholders shall require are as follows:

(1) To consider the declaration of the past operational results.

(2) To consider and approve the Company's Balance Sheet.

(3) To approve the appropriation of the profit and dividend.

(4) To approve the appointment of the new director in replacement to the director who are due to retire by rotation.

(5) To approve determination of the directors' remuneration.

(6) To approve the appointment of the Company's auditor.

(7) To consider other issues.

CHAPTER 5  
ACCOUNTING, FINANCIAL STATEMENTS AND ACCOUNTING AUDITS

**Article 40** Dividends cannot be disbursed from other sources of funds except profits. In the event that the Company has accumulated losses, no dividends will be paid. Dividend payments are equally divided according to the number of shares. Treasury stock will not receive any dividend payments.

The Board of Directors may authorize interim dividend payments from time to time when there are reasonable profits to support the move and such decision will be announced at the next shareholders meeting.

Dividend payments should be made within one month from the Annual General Meeting or whenever the Board of Directors consents, according to circumstances. The notice has to be made in writing to all shareholders and the notification of impending dividend payments announced in Thai newspapers over three consecutive days.

**Article 41** The Company has to allocate not less than 5% of annual net profits as statutory reserves, net of accumulated losses (if any), until the value of statutory reserves is not less than 10% of registered capital.

## Documents or evidence required to attend in the Shareholders' Meeting

In order to the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case-by-case basis as the Company considers appropriate.

### Documents required for AGM

#### 1. Individual

##### 1.1 Attendance of Meeting in Person

- Please present the original identification card, government official identification card or passport (in case of foreigner) for registration. In the case of modification of name - last name, evidence certifying such change must also be presented.

##### 1.2 Appointment of Proxy

- Form of proxy signed by the grantor (Shareholders).
- Copy of identification card, government official identification card or passport (in case of foreigner) of the grantor and proxy which must be certified the correctness of copy.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

#### 2. Juristic person

- Form of proxy signed by a person authorized to sign to bind the juristic person according to its Affidavit (issued within 30 days of the meeting by the Ministry of Commerce), with the seal of the juristic person affixed (if any).

- In case that the grantor is a juristic person registered in Thailand, please submit a copy of Affidavit issued within 30 days of the meeting by the Ministry of Commerce and certified the correctness of copy and signed by the authorized person and affixed with the Company's seal or the juristic person (if any).

- In case the grantor is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority for no longer than 6 months.

- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.

- Copy of identification card, government official identification card or passport (in case of foreigner) of the authorized director(s) who have the power of attorney to bind the juristic person, and proxy, which must be certified the correctness copy.

- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

### 3. Custodian

In case grantor is custodian that the Company's shares are deposited with and such custodian is taking care of the Company's shares for the foreign investor whose name appears in the register book, and custodian appoints the proxy to attend the meeting with Proxy Form C. The grantor must submit and the proxy must present the following documents:

- Power of Attorney from the shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.

- Confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.

- If any of the aforementioned documents is not in the English language, the English translation thereof must be prepared and attached. The translation must also be signed to certify the correctness of document by a person referring to such document or an authorized custodian to act on behalf of shareholders.

- The proxy must present his/her original identification card, government official identification card or passport (in case of foreigner) for the purpose of registration.

### 4. Deceased Shareholders' Shares

In case of the Shareholders' decease, the administrators of the deceased's estate could attend the Meeting in person or in absentia (proxy). The aforementioned persons shall certify and submit a copy of court order with regards to an appointment of administrator of the deceased's estate as additional evidence.

### 5. Shareholders are minors

In case Shareholders are minors, their father, mother or guardians attending the meeting in person or in absentia. The aforementioned persons shall certify and submit a copy of court order with regards to an appointment of guardian (if any), a copy of house registration of their minors certified true copy by father, mother or guardian (whether the case may be) as additional evidence.

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 1.00 p.m. on Thursday 9 April 2026.

If any shareholder cannot attend the Annual General Meeting of Shareholders, the shareholder may grant the proxy to independent director of the Company to act as shareholder to attend and vote on his/her behalf by sending the duly completed proxy form to the Company.

### Authorization

According to the notice of the Department of Business Development regarding the authorization form (Vol. 5) B.E. 2550 dated 2 February 2007, the authorization form is provided in the meeting of share subscribers and meeting of shareholders of the public limited company in 3 forms on the Company's website by using any of the following:

Form A: General authorization form as the simple and non-complicated form

Form B: Authorization form with the obvious particulars of authorization

### Enclosure 3

Form C: Form used if the shareholders are the foreign investors and appoint the custodian in Thailand to be the depository for the shares.

The Company prepares the authorization form (Form B), so that the shareholders, who could not attend the meeting themselves, could authorize other person or the independent director of the Company (based on the list of the independent director determined by the Company) to be the proxy to attend the meeting and vote in the shareholders' meeting and send back to the Company in advance at least one day before the meeting.

The shareholders who require a proxy "Form B" in hard copy, please send your request via email: [tarik@arip.co.th](mailto:tarik@arip.co.th) within 26 March 2026.


#### Methods of authorization

1. Authorize any person based on the wish of the shareholder or authorize any independent director of the Company (Profile of the Independent director is attached as in Enclosure 4) by specifying the name and details of the person, whom the shareholder wishes to authorize, or mark in front of the name of the independent director as being provided by the Company in the Power of Attorney by choosing only one person to be the authorized proxy to participate into the meeting.


2. Affix the duty stamp of 20 Baht and strike off the date of execution of the power of Attorney to be effective and for binding effect according to the law.

3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one authorized proxy.

## The Profile of the Independent Director who may be granted a proxy

	<b>1. AVM Isaraya Sukcharoen</b> <span style="float: right;"><b>Age 63 years</b></span>	
	Position	Independent Director/ Chairman of Audit Committee/ Member of Nomination and Remuneration Committee/ Chairman of Corporate governance and Sustainability Committee
	Address	ARIP Public Company Limited 99/16-20 Ratchadapisek Road, Din Daeng, Bangkok 10400
	The agenda concerning consideration	- None -

Special benefit extra from other Directors in this meeting: - None -

	<b>2. Miss Sunee Mattanyukul</b> <span style="float: right;"><b>Age 69 years</b></span>	
	Position	Independent Director/ Member of Audit Committee/ Member of Nomination and Remuneration Committee/ Member of Corporate governance Committee
	Address	ARIP Public Company Limited 99/16-20 Ratchadapisek Road, Din Daeng, Bangkok 10400
	The agenda concerning consideration	- None -

Special benefit extra from other Directors in this meeting: - None -

Remark: Profiles of Independent Directors and their business performances are described in the 56-1 One report under titles as follows:

- “Board of Directors”
- “Corporate Governance Structure”
- “Corporate Governance Performance Report”

**แบบหนังสือมอบฉันทะ แบบ ข. (ที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)**

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

**Proxy Form B.**

อากรแสตมป์  
Duty stamp  
20 Baht

เขียนที่  
Written at .....

วันที่                      เดือน                      พ.ศ.  
Date                      Month                      A.D. ....

(1) ข้าพเจ้า I/We .....	สัญชาติ Nationality .....	
อยู่บ้านเลขที่ No. ....	ถนน Road .....	ตำบล/แขวง Sub-district .....
อำเภอ/เขต District .....	จังหวัด Province .....	รหัสไปรษณีย์ Postal Code .....

(2) เป็นผู้ถือหุ้นของบริษัท      **เออาร์ไอพี จำกัด (มหาชน)**  
As a shareholder of              **ARIP Public Company Limited,**

โดยถือหุ้นจำนวนทั้งสิ้นรวม      หุ้น      และออกเสียงลงคะแนนได้เท่ากับ      เสียง ดังนี้  
Holding a total of ..... share(s) and have the right to vote equal to ..... votes as follow:

หุ้นสามัญ      หุ้น      และออกเสียงลงคะแนนได้เท่ากับ      เสียง  
Ordinary share ..... share(s) and have the right to vote equal to ..... votes

(3) ขอมอบฉันทะให้  
Hereby appoint

1) ..... อายุ ..... ปี  
Age ..... years

อยู่บ้านเลขที่ Residing at No .....	ถนน Road .....	ตำบล/แขวง Sub-district .....
อำเภอ/เขต District .....	จังหวัด Province .....	รหัสไปรษณีย์ Postal Code .....

หรือ / OR

2) **พล.อ.ต.หญิง พญ.อิศรญา สุขเจริญ**      กรรมการอิสระ/ ประธานกรรมการตรวจสอบ      อายุ 63 ปี  
**AVM Isaraya Sukcharoen**      Independent Director/ Chairman of Audit Committee      Age 63 years

ที่อยู่ 99/16-20 ถนนรัชดาภิเษก เขตดินแดง กรุงเทพมหานคร 10400  
No. 99/16-20 Ratchadapisek Rd., Din daeng, Bangkok 10400

หรือ / OR

3) **นางสาวสุนีย์ มัตตัญญกุล**      กรรมการอิสระ/ กรรมการตรวจสอบ      อายุ 69 ปี  
**Miss Sune Mattanyukul**      Independent Director/ Member of Audit Committee      Age 69 years

ที่อยู่ 99/16-20 ถนนรัชดาภิเษก เขตดินแดง กรุงเทพมหานคร 10400  
No. 99/16-20 Ratchadapisek Rd., Din daeng, Bangkok 10400

คนหนึ่งคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2569 ใน วันพฤหัสบดีที่ 9 เมษายน 2569 เวลา 14.00 น. อาคารเอ็มเอส สยามทาวเวอร์ ห้องประชุมเอสดี ชั้น 31 เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย  
Only one of the above as my/our proxy to attend and vote on my/our behalf in the 2026 Annual General Meeting of the Shareholders to be held on 9 April 2026 as from 2.00 p.m. at MS Siam Tower, ASIC Room, 31<sup>st</sup> Fl., 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120, or such other date, time and place should the meeting be postponed.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We authorize my/our proxy to vote on my/our behalf as follows:

- วาระที่ 1 รับทราบแบบ 56-1 One report และรายงานของคณะกรรมการของบริษัท ประจำปี 2568

Item 1 To acknowledge the 56-1 One report and the Company's operating results Y2025.

- วาระที่ 2 พิจารณาอนุมัติงบฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัท สำหรับปี สิ้นสุดวันที่ 31 ธันวาคม 2568 ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีรับอนุญาตแล้ว

Item 2 To consider and approve the Audited Statement of financial position and Statement of comprehensive income for the year ended 31 December 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) Authorize the proxy to vote according to my/our intention as follows:

เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

- วาระที่ 3 พิจารณาอนุมัติการจ่ายเงินปันผล และการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย สำหรับผลการดำเนินงาน สิ้นสุดวันที่ 31 ธันวาคม 2568

Item 3 To consider and approve the profit apportionment and dividend payment derived from operating results for the year ended 31 December 2025.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) Authorize the proxy to vote according to my/our intention as follows:

เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

- วาระที่ 4 พิจารณาอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ต้องออกตามวาระ

Item 4 To consider and approve the appointment of new directors replacing those retired by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) Authorize the proxy to vote according to my/our intention as follows:

- เห็นด้วยกับการแต่งตั้งกรรมการทั้งหมด

Appointment of the entire Board of Directors

เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

- เห็นด้วยกับการแต่งตั้งกรรมการบางราย ดังนี้

Appointment of an individual director

1. นายบุญเลิศ นราไท

Mr. Boonlerd Narathai

เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

2. รศ.ดร. เรณมา พงศ์เรืองพันธ์ุ

Assoc. Prof. Rana Pongruengphant, Ph. D.

เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

**วาระที่ 5 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการ**

Item 5 To consider and approve determination of the directors' remuneration

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
  - (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
  - (b) Authorize the proxy to vote according to my/our intention as follows:
    - เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain

**วาระที่ 6 พิจารณานุมัติการแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2569**

Item 6 To consider and approve the appointment of auditor and determination of auditor's remuneration for Y2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
  - (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
  - (b) Authorize the proxy to vote according to my/our intention as follows:
    - เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain

**วาระที่ 7 พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

Item 7 To consider other business (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
  - (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
  - (b) Authorize the proxy to vote according to my/our intention as follows:
    - เห็นด้วย/ Approve                       ไม่เห็นด้วย/ Disapprove                       งดออกเสียง/ Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any vote cast by the proxy in any agenda which is not in compliance with this proxy form shall be invalid and shall not be regarded as the vote cast by me/us as the shareholder.

(6) ในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we do not indicate my/our intention to vote in any agenda, or indicate my/our intention unclearly or in case the meeting considers or resolves on any matters in addition to the above agendas, including where there is any change or addition of fact in any aspect, the proxy shall be entitled to consider and vote on my/our behalf in all matters as it deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำให้เองทุกประการ

Any actions performed by the proxy at the Meeting, except where the proxy does not cast the vote as specified by me/us in the proxy form, shall have an effect as if such actions have been performed by me/us in all respects.

ลงชื่อ \_\_\_\_\_ ผู้มอบฉันทะ  
Signed ..... Grantor  
(.....)

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ..... Grantee  
(.....)

ลงชื่อ \_\_\_\_\_ ผู้รับมอบฉันทะ  
Signed ..... Grantee  
(.....)

- หมายเหตุ:
1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้
  2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุด หรือเลือกตั้งกรรมการเป็นรายบุคคล
  3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

- Remarks:
1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting vote.
  2. The agenda to appoint the directors, the entire board of directors can be appointed or each director can be appointed individually.
  3. In case there are agenda to be considered other than the agenda specified above, the Appointer can further specify in the Attachment to the Proxy Form B.

**ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.**

Supplement to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท.....เออาร์ไอพี จำกัด (มหาชน).....  
 Appointment of Proxy as Shareholder of.....ARIP Public Company Limited.....

การประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันที่พฤหัสบดีที่ 9 เมษายน 2569 เวลา 14.00 น. ณ อาคารเอ็มเอส สยามทาวเวอร์ ห้องประชุมเอสิค ชั้น 31 เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the 2026 Annual General Meeting of the Shareholders to be held on 9 April 2026 as from 2.00 p.m. at MS Siam Tower, ASIC Room, 31<sup>st</sup> Fl., 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120 or such other date, time and place should the meeting be postponed.

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) Authorize the proxy to vote according to my/our intention as follows:  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) Authorize the proxy to vote according to my/our intention as follows:  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

วาระที่.....เรื่อง.....

Item Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
 (a) Authorize the proxy to consider and vote on my/our behalf in all matters as it deems appropriate
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
 (b) Authorize the proxy to vote according to my/our intention as follows:  
 เห็นด้วย/ Approve       ไม่เห็นด้วย/ Disapprove       งดออกเสียง/ Abstain

ข้าพเจ้าขอรับรองว่า รายละเอียดในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

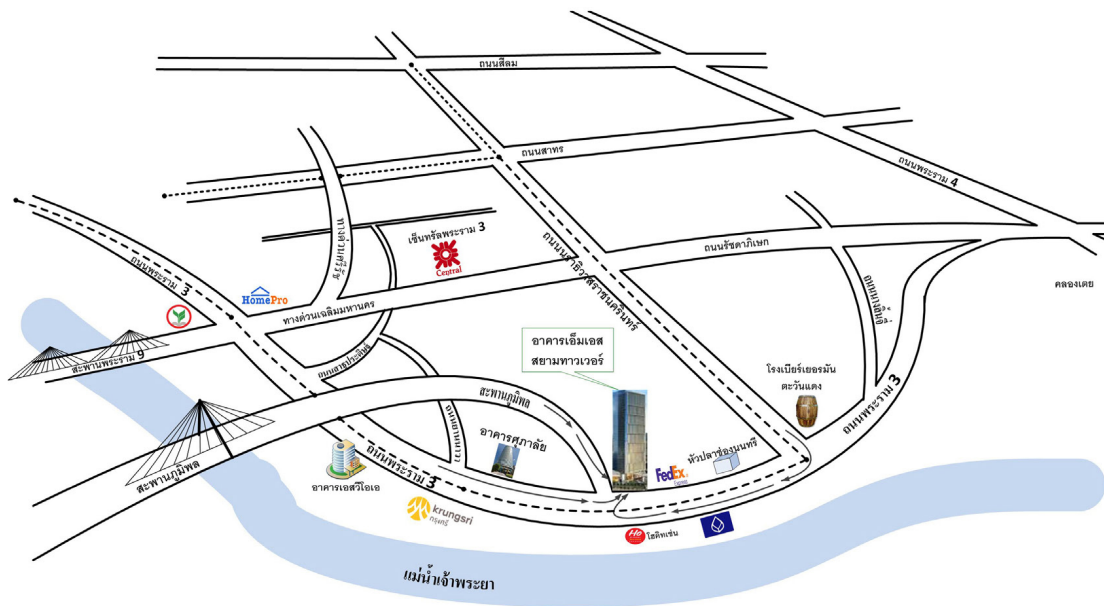
I/We hereby certify that the particulars contained in the Supplement to the Proxy Form are true, correct and complete in all respects.

ลงชื่อ.....ผู้มอบฉันทะ  
 Signed.....Grantor  
 (.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
 Signed.....Grantee  
 (.....)

ลงชื่อ.....ผู้รับมอบฉันทะ  
 Signed.....Grantee  
 (.....)

**แผนที่แสดงสถานที่จัดงานประชุมผู้ถือหุ้นของบริษัท เออาร์ไอพี จำกัด (มหาชน)**  
 The Map of the meeting venue ARIP Public Company Limited



**สถานที่ประชุมสามัญผู้ถือหุ้น**

ห้องประชุมเอตลิก อาคารเอ็ม เอส สยามทาวเวอร์ ชั้น 31  
 เลขที่ 1023 ถนนพระราม 3 แขวงช่องนนทรี เขตยานนาวา กรุงเทพฯ 10120

**การเดินทาง**

- รถโดยสารประจำทาง สาย 89, 195, 205 , ปอ.205 หรือ
- ทางด่วนชั้นที่ 1 ใช้ทางลงถนนพระราม 3 หรือ
- ทางด่วนชั้นที่ 2 ใช้ทางลงดาวคะนอง-บางโคล่ และลงบางโคล่

**สถานที่ใกล้เคียง**

- ฝั่งเดียวกับ: ร้านอาหารหิวปลาช่องนนทรี และ DHL
- ฝั่งตรงข้าม: ร้านอาหารเสวย, ลุมพินีเพลส นราธิวาส  
 ชั้นลิฟท์ที่อาคารนิว HIGH ZONE

**Meeting Venue Annual General Meeting**

MS SIAM Tower, 31st Floor ASIC Room  
 No. 1023 Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120

**Transportation:**

- Bus No. 89, 195, 205, por.aor. 205 or
- Express way No.1 and use rama 3 road or
- Express way No.2 and use Daokanong-BangKhlo and go to Bangkhlo

**Neighborhood:**

- On the same side: Huapla Chongnonsea Restaurant and DHL
- Opposite: Savoey River View Restaurant, Lumpini Place Narathiwas  
 Use elevator (High Zone)