



บริษัท เอ็กซ์ไบโอไซเอนซ์ จำกัด (มหาชน)  
304 อาคารวาณิช เฟลซ อารีย์ (อาคารA) ชั้นที่ 18 ห้อง  
เลขที่ 1803-1806 ถนนพหลโยธิน แขวงสามเสนใน  
เขตพญาไท กรุงเทพมหานคร 10400  
โทรศัพท์ 02 278 5456 www.xbio.co.th

X BIOSCIENCE PUBLIC COMPANY LIMITED  
304 VANIT PLACE AREE TOWER (TOWER A), ROOM  
NO.1803-1806, 18 FLOOR, PHAHON YOTHIN ROAD,  
SAMSEN NAI, PHAYA THAI, BANGKOK 10400  
Tel. 02 278 5456 www.xbio.co.th

## Minutes of the Extraordinary General Meeting of Shareholders No. 1/2026

X Bioscience Public Company Limited

3 February 2026 conducted via electronic media (E-EGM)

### Date, Time and Location

The Extraordinary General Meeting of Shareholders No. 1/2026 (“EGM”) of X Bioscience Public Company Limited (the “Company” or “XBIO”) was held on 3 February 2026, at 10:00 AM. The meeting was conducted via electronic means (E-EGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other relevant laws. The meeting control venue is at the meeting room at the headquarters of X Bioscience Public Company Limited.

### Directors Attending the Meeting

- |    |                            |   |
|----|----------------------------|---|
| 1. | Mr. Supoj Pannoi           | Chairman of the Board of Directors, Independent Director, Audit Committee |
| 2. | Miss Saowanee Khaubol      | Acting Chief Executive Officer, Vice Chairman of the Board of Directors   |
| 3. | Miss Naphat Tavisaengsiri  | Director  |
| 4. | Mr. Amnart Lertpresertwong | Director  |
| 5. | Mr. Tom Chalermkarnchana   | Independent Director / Member of the Audit Committee                      |
| 6. | Mr. Yuthaveera Achawangkul | Independent Director  |
| 7. | Mr. Sarayut Rueangsuwan    | Independent Director / Chairman of the Audit Committee                    |

### Other Attendees

- |    |                             |   |
|----|-----------------------------|---|
| 1. | Miss Nitchanun Yammeesri    | Company Secretary and Meeting Secretary               |
| 2. | Mr. Phongsaran Termariyabut | Financial Advisor from Wealth Plus Advisory Co., Ltd. |

### List of Legal Advisors attending the Meeting

- |    |                      |  |
|----|----------------------|--|
| 1. | Mr. Bancha Dechudom  | Legal Advisor from Bangkok Lawyers Co., Ltd. |
| 2. | Ms. Chanikan Tienjiu | Legal Advisor from Bangkok Lawyers Co., Ltd. |



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Commencement of the Meeting at 10.00 hrs.

Miss Napthong Kaeo-yu acted as a moderator of the meeting (the “**Moderator**”) and provided details to the participants of the Extraordinary General Meeting of Shareholders No. 1/2026 (the “**Meeting**”) that there were 4 shareholders attending the meeting online, representing 4,449,723 shares, 50 proxies attending the meeting on behalf of shareholders, representing 455,289,272 shares, and 1 proxy attending the meeting online on behalf of shareholders, representing 5 shares. Therefore, the total number of shareholders attending the meeting was 55, representing a total of 459,739,000 shares, accounting for 43.7712 percent of the total 1,050,322,060 issued shares, which constituted a quorum pursuant to Section 103 of Public Limited Companies Act B.E. 2535 (1992) (“**Public Company Limited Act**”) and Article 32 of the Company’s Articles of Association. Currently, the Company does not have a Chairman of the Board of Directors, therefore, Mr. Tanawat Ueasiripan, Vice Chairman, acted as the chairman of the Meeting (the “**Chairman**”) in accordance with Section 104 of the Public Company Limited Act.

Before commencing the meeting, the Moderator introduced the directors, executives, auditors, and legal advisors who are responsible for ensuring that the shareholders’ meeting is conducted transparently and in compliance with the laws and the Company’s Articles of Association. They were also appointed to oversee the vote counting and tabulation of votes cast by the attendees at the meeting. There are a total of 7 directors of the Company, all of whom attended the meeting, representing 100 percent of the total number of directors.

In this regard, to ensure the transparency and accuracy of the voting on all agendas, the Company has engaged the services of Online Asset Co., Ltd., a service provider for conference controlling system certified by the Electronic Transactions Development Agency, to gather, collect and process the number of votes for this Meeting. Besides, Additionally, to comply with the principles of good corporate governance concerning the conduct of the meeting, the Moderator informed the Meeting on the procedures for counting the quorum, conducting the Meeting, casting the votes, counting the votes and the submission of questions or suggestions as follows:

**Quorum** : According to Article 103 of the Public Company Act and Article 32 of the Company’s Articles of Association prescribed the rule in relation to the quorum that at least 25 shareholders and proxies attending the meeting or not less than half of the total number of shareholders who aggregately held shares in the

number of not less than one-third (1/3) of the total number of sold shares in the Company shall constitute the quorum.

**Conducting the Meeting :** According to Section 104 of the Public Company Act prescribed the rule in relation to the chairman of the Board of Directors shall be the chairman of the meeting. In the event that the Chairman of the Board is absent or unable to perform his duties, the Vice Chairman of the Board shall preside over the meeting. If there is no Vice Chairman of the Board, the shareholders present at the meeting shall elect one shareholder to act as the chairman of the meeting.

**Voting Procedures :**

1. Every shareholder shall have the number of votes equal to the number of shares held. One share was equal to one vote.
2. Vote casting in each agenda may be different. In each agenda, the Moderator shall inform the Meeting before the vote casting.
3. For convenience to count the votes, if no shareholders press the “Disapproval” button or “Abstain” button and confirmation within the specified time, it shall be deemed that the Meeting resolved to approve the matter as proposed. In case of shareholders casting votes for disapproval or abstention, please press the “Disapproval” button or “Abstention” button and after casting the vote please press the “Confirmation” button in order for the Company shall record the votes into the system. In this regard, the shareholders are required to cast the vote and confirm the vote within the specified time and when the voting and confirmation time is over, the staff of IR Plus shall close the voting system for such agenda item. In consolidating the votes, the Company will deduct the votes of disapproved, abstained and voided ballots from the total votes and the remaining shall be regarded as agreeing votes.
4. If the shareholders granted a proxy with comments or votes in advance, by IR PLUS AGM Application, the Company would count the votes based upon the shareholders’ intention to vote as granted in all respects.
5. For the proxies attending the Meeting, please examine the appointer’s instruction and cast the votes in accordance with the votes specified by the appointer.
6. The shareholders or proxies who registered for the Meeting and participated in the electronic shareholders’ meeting system (E-AGM) but had not taken the votes and were not able to participate until the end of the Meeting, may press a voting button and submit the votes in

advance in the agendas which the Company have not proposed to the Meeting. The Company will count those votes when it is considered in the agenda item that the shareholders have voted.

7. The votes of shareholders in each agenda may not be equal due to the entry of shareholders and proxies into the meeting room.
8. If any shareholder who joins the meeting in person logs out of the system during the meeting, the system will exclude that shareholder's voting rights for the respective agenda item from the vote count. This is to comply with the Notification of the Ministry of Digital Economy and Society regarding Security Standards for Electronic Meetings B.E. 2563 (2020). However, the shareholder may log back into the system and rejoin the meeting at any time until the meeting is adjourned.

#### Submission of questions or suggestions

The Chairman, or a person designated by the Chairman, will provide an opportunity for shareholders or proxies to ask questions regarding the agenda item under consideration. Questions may only be asked after the Moderator has completed presenting the details of each agenda item, using the following methods:

- Ask a question via chat at the question button displayed on every agenda, or you can click on the Video Conference button to ask a question via Video Call by typing the question you want to ask, and then waiting for approval from staff to prepare for further questions in the meeting. Please kindly inform your name, surname, and status as a shareholder or proxy before starting to ask questions or give suggestions each time.
- For the questions or suggestions that the Company received in advance, the Company will answer such questions or suggestions when proceeding with the agenda related to those questions.

In the event of receiving a large number of questions, the Company reserves the right to review and select questions to answer as appropriate. In case any shareholder encounters issues accessing the system, please follow the instructions and contact the officers as detailed in the meeting invitation letter, [Enclosure 8](#).

Regarding the voting process, shareholders are requested to take approximately 2 minutes to cast their votes after the announcement to open voting. The results of each agenda item will then be announced to the meeting. The resolutions must be approved in accordance with the law, as detailed below:

- Agenda items requiring approval by a majority vote of the shareholders present and voting:  
Agenda item 1

- Agenda items requiring approval by not less than three-fourths (3/4) of the total votes of shareholders present and entitled to vote: Agenda items 2, 3, 5, and 6
- Agenda items requiring approval by not less than three-fourths (3/4) of the total votes of shareholders present and entitled to vote, excluding votes of shareholders with vested interests: Agenda item 4

The Chairman therefore welcomed all shareholders attending the Extraordinary General Meeting of Shareholders No. 2/2025 via electronic media (E-EGM) and informed the Meeting that quorum is constituted as specified in the Company's Articles of Association. Therefore, open the Meeting to consider and approve the agenda items.

**Agenda 1**      **Consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, which was held on 26 September 2025**

The Chairman of the Meeting informed the Meeting that the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, held on 26 September 2025, had been prepared and submitted to the Stock Exchange of Thailand ("SET") within 14 days from the date of the Extraordinary General Meeting of Shareholders No. 2/2025. The minutes were also published on the Company's website and delivered to all shareholders together with the notice of the Extraordinary General Meeting of Shareholders No. 1/2026, **Enclosure 1**. The Board of Directors has considered and deemed that the said minutes were accurately recorded.

For this agenda item, approval is required by a majority vote of the shareholders present at the Meeting and casting their votes

The Chairman then invited the shareholders to ask questions or express their opinions.

Since no shareholder raised any questions or expressed any opinions, the Chairman proposed that the meeting consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, which was held on 26 September 2025, as proposed in all respects.

## Resolution

The Meeting resolved to approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, which was held on 26 September 2025 as proposed in all respects, with majority votes of total votes of the shareholders attending the meeting and casting their votes, as follows:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the meeting and casting their votes
Approved	459,739,000	100 %
Disapproved	0	0
Abstained	0	0
Invalid Ballot	0	0.0000
<b>Total</b>	<b>459,739,000</b>	<b>100 %</b>

**Remark** The resolution for this agenda must be approved by the majority votes of total votes of the shareholders attending the meeting and casting their votes.

**Agenda 2** **To consider and approve the reduction of the Company's registered capital by canceling authorized but unissued ordinary shares and the amendments to Clause 4. of the Company's Memorandum of Association Clause to be in accordance with the reduction of the Company's registered capital**

The Chairman of the Meeting informed the Meeting that, as the Company intends to increase its registered capital in order to allocate newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), and in order to comply with Section 136 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) (the "Public Limited Companies Act"), which stipulates that a company may increase its capital from its registered amount by issuing new shares only when all previously issued shares have been fully sold and paid for, or, if not fully sold, the remaining shares must be shares reserved for the exercise of convertible debentures or warrants to purchase shares.

Currently, the Company has a registered capital of Baht 36,603,228,522, a paid-up capital of Baht 7,352,254,420, and registered capital reserved in the amount of Baht 29,250,974,102. There are 4,178,710,586 authorized but unissued shares remaining, with a par value of Baht 7.00 per share.

Therefore, in order to comply with Sections 136 and 140 of the Public Limited Companies Act B.E. 2535 (1992), which require the Company to reduce its registered capital by cancelling registered shares that have not yet been issued and are not reserved for convertible debentures or warrants prior to increasing its registered capital, the Board of Directors has resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2026 for consideration and approval of a reduction of the Company's registered capital in the amount of Baht 25,860,504,684, from the existing registered capital of Baht 36,603,228,522 to the new registered capital of Baht 10,742,723,838, by cancelling 3,694,357,812 authorized but unissued ordinary shares with a par value of Baht 7.00 per share, as allocated according to the following details:

- (1) 2,845,768,359 newly issued ordinary shares, with the par value of 7.00 Baht each, to the existing shareholders by way of rights offering as per the resolution of the Extraordinary General Meeting of shareholder No. 2/2025 held on 26 September 2025 ("EGM 2/2025"); and
- (2) 848,589,453 newly issued ordinary shares, with the par value of 7.00 Baht each, to reserve for the exercise of the warrants to purchase ordinary shares of the Company No. 8 (XBIO-W8), which were allotted to the existing shareholders who subscribed for rights offering shares as per (1) above.

However, after the cancelling such authorized but unissued ordinary shares mentioned above, the Company still has the number of 484,352,775 authorized but unissued shares, with the par value of 7.00 Baht each, which was allotted to reserve for the exercise of the Company's warrants as follows:

- (a) 6,497,689 newly issued ordinary shares, with the par value of 7.00 Baht each, reserved for the exercise of the warrants to purchase ordinary shares of the Company No. 6 (XBIO-W6) pursuant to the resolution of the Extraordinary General Meeting of shareholder No. 2/2023 held on 21 November 2023 ("EGM 2/2023");
- (b) 127,647,486 newly issued ordinary shares, with the par value of 7.00 Baht each, reserved for the exercise of the warrants to purchase ordinary shares of the Company No. 7 (XBIO-W7) pursuant to the Resolution of the 2024 Annual General Meeting of Shareholders, held on 30 April 2024; and.

(c) 350,207,599 newly issued ordinary shares, with the par value of 7.00 Baht each, reserved for the exercise of the warrants to purchase ordinary shares of the Company No. 8 (XBIO-W8), which were allotted to the existing shareholders who subscribed for rights offering shares as per (1) above pursuant to the resolution of the EGM 2/2025.

In addition, in order to be consistent with the reduction of the Company's registered capital, the Company is required to amend Clause 4 of the Company's Memorandum of Association as follows:

“Clause 4.	Registered Capital	10,742,723,838 Baht	(Ten billion seven hundred forty-two million seven hundred twenty-three thousand eight hundred thirty-eight Baht)
	Divided into	1,534,674,834 Shares	(One billion five hundred thirty-four million six hundred seventy-four thousand eight hundred thirty-four Shares)
	Share value	7.00 Baht	(Seven Baht)
	Categorized into:		
	Ordinary share	1,534,674,834 Shares	(One billion five hundred thirty-four million six hundred seventy-four thousand eight hundred thirty-four Shares)
	Preferred share:	- Share	(-)”

In this regard, the authorized director(s) of the Company or any person authorized by the authorized director(s) shall be authorized to undertake any actions in connection with such reduction of the registered capital, including the amendment of wording or statements in the minutes of the shareholders' meeting, the Memorandum of Association, and/or any applications and/or to perform any acts in order to comply with the orders of the Registrar of Public Limited Companies in submitting the application for registration of the reduction of the registered capital and the amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

For this agenda, the resolution must be approved by votes of not less than three-fourths (3/4) of the total votes of shareholders who are present and have the right to vote.

The Chairman then invited the shareholders to ask questions or express their opinions.

Since no shareholder raised any questions or expressed any opinions, the Chairman proposed that the Meeting consider and approve the reduction of the Company's registered capital by cancelling the Company's authorized but unissued ordinary shares, and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the reduction of the Company's registered capital, as proposed in all respects.

#### Resolution

The Meeting resolved to approve the reduction of the Company's registered capital by cancelling the Company's authorized but unissued ordinary shares, in the amount of Baht 25,860,504,684, from the existing registered capital of Baht 36,603,228,522 to the new registered capital of Baht 10,742,723,838, by cancelling 3,694,357,812 authorized but unissued ordinary shares with a par value of Baht 7.00 per share, and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the reduction of the Company's registered capital, including the granting of related authorizations, as proposed in all respects, by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote, as follows:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the meeting and entitle to vote
Approved	455,485,158	99.0747
Disapproved	4,253,842	0.9253
Abstained	0	0.0000
Invalid Ballot	0	0.0000
<b>Total</b>	<b>459,739,000</b>	<b>100.0000</b>

Remark The resolution for this agenda must be approved by not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and entitled to vote.

**Agenda 3 To consider and approve the increase of the Company's registered capital and the amendments to Clause 4 of the Company's Memorandum of Association to be in accordance with the increase of the Company's registered capital.**

The Chairman of the Meeting informed the Meeting that, as the Company has a plan to increase its registered capital in order to support the expansion of investments in the food business and related businesses of the Company and its group, including related expenses, to restructure the Company's and its subsidiaries' capital and debt, to repay the Company's obligations, including trade payables and other payables, loan obligations and interest expenses, and to use as working capital and enhance the Company's financial liquidity, the Board of Directors has therefore resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2026 for consideration and approval of an increase in the Company's registered capital in the amount of Baht 106,607,689,090, from the existing registered capital of Baht 10,742,723,838 to the new registered capital of Baht 117,350,412,928, divided into 16,764,344,704 ordinary shares with a par value of Baht 7.00 per share, by issuing up to 15,229,669,870 newly issued ordinary shares with a par value of Baht 7.00 per share, to accommodate the allocation of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering).

In this regard, the details of the increase in the Company's registered capital are set out in the Report on Capital Increase (Form F53-4), which has been delivered to all shareholders together with the notice of the Extraordinary General Meeting of Shareholders No. 1/2026, as set out in **Enclosure 2**.

In addition, in order to be consistent with the increase of the Company's registered capital, the Company is required to amend Clause 4 of the Company's Memorandum of Association as follows:

"Clause 4.	Registered Capital	117,350,412,928 Baht	(One hundred seventeen billion three hundred fifty million four hundred twelve thousand nine hundred twenty-eight Baht)
	Divided into	16,764,344,704 Shares	(Sixteen billion seven hundred sixty-four million three hundred forty-four thousand seven hundred four Shares)
	Share value	7.00 Baht	(Seven Baht)



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Categorized into:

Ordinary share	16,764,344,704	(Sixteen billion seven hundred sixty-four million three hundred forty-four thousand seven hundred four Shares)
Preferred share:	- Share	(-)"

In this regard, the authorized director(s) of the Company or any person authorized by the authorized director(s) shall be authorized to undertake any actions in connection with such increase of the registered capital, including the amendment of wording or statements in the minutes of the shareholders' meeting, the Memorandum of Association, and/or any applications and/or to perform any acts in order to comply with the orders of the Registrar of Public Limited Companies in submitting the application for registration of the increase of the registered capital and the amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

For this agenda, the resolution must be approved by votes of not less than three-fourths (3/4) of the total votes of shareholders who are present and have the right to vote.

The Chairman then invited the shareholders to ask questions or express their opinions.

Since no shareholder raised any questions or expressed any opinions, the Chairman proposed that the Meeting consider and approve the increase of the Company's registered capital, and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital, as proposed in all respects.

#### Resolution

The Meeting resolved to approve the increase of the Company's registered capital in the amount of Baht 106,607,689,090, from the existing registered capital of Baht 10,742,723,838 to the new registered capital of Baht 117,350,412,928, divided into 16,764,344,704 ordinary shares with a par value of Baht 7.00 per share, by issuing up to 15,229,669,870 newly issued ordinary shares with a par value of Baht 7.00 per share, to accommodate the allocation of newly issued ordinary shares to existing shareholders in

proportion to their shareholding (Rights Offering), and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital, including the granting of related authorizations, as proposed in all respects, by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote, as follows:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the meeting and entitle to vote
Approved	455,485,158	99.0747
Disapproved	4,253,842	0.9253
Abstained	0	0.0000
Invalid Ballot	0	0.0000
<b>Total</b>	<b>459,739,000</b>	<b>100.0000</b>

**Remark** The resolution for this agenda must be approved by not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and entitled to vote.

**Agenda 4** Consider and approve the allocation of newly issued ordinary shares of the Company to accommodate the issuance and offering to the existing shareholders in proportion to their shareholding (Rights Offering).

The Chairman of the Meeting informed the Meeting that, as the Company intends to increase its registered capital as detailed in Agenda Item 3, in order to comply with applicable laws, the Board of Directors has resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2026 for consideration and approval of the allocation of up to 15,229,669,870 newly issued ordinary shares, with a par value of Baht 7.00 per share, to be offered to existing shareholders in proportion to their shareholding (Rights Offering), whether in a single offering or multiple offerings, at an allocation ratio of 1 existing ordinary share to 14.50 newly issued ordinary shares. Any fractional shares resulting from the calculation shall be rounded down. The offering price of the newly issued ordinary shares shall be Baht 0.04 per share.

In this regard, as the Company has accumulated losses as shown in the Company's separate financial statements for the year ended 31 December 2024, which have been audited by the Company's certified public accountant, and the Company's separate financial statements for the period ended 30 September 2025, which have been reviewed by the Company's certified public accountant, the Company may

determine the offering price of the newly issued ordinary shares at a price lower than the Company's par value. However, the offering price shall not be lower than Baht 0.01 per share, in accordance with Section 52 of the Public Limited Companies Act B.E. 2535 (as amended), which provides that a company that has been in operation for not less than one year and has incurred losses may offer shares at a price lower than the registered par value, subject to approval by the shareholders' meeting and with a clearly specified discount rate.

In this Rights Offering, if there are any newly issued ordinary shares remaining after the allocation to existing shareholders in proportion to their shareholding has been fully completed in the first round, the Company will allocate such remaining shares to existing shareholders who wish to subscribe for shares in excess of their entitlement at the same price as the shares allocated based on their rights (Oversubscription). Existing shareholders who subscribe in excess of their entitlement will be allocated such oversubscribed shares only after the subscription of newly issued ordinary shares by existing shareholders in proportion to their shareholding (Rights Offering) has been fully completed, with details as follows:

(a) in case of the number of the remaining shares from the allotment of new ordinary shares by way of rights offering in the first round being greater or equivalent to the number of the new ordinary shares that was subscribed under the oversubscription by way of rights offering, the Company will allot the remaining shares to all existing shareholders who already subscribed under the oversubscription and fully made the subscription price according to their intention to subscribe the remaining shares under the oversubscription;

(b) in case of the number of the remaining shares from the allotment of new ordinary shares by way of rights offering in the first round being less than the to the number of the new ordinary shares that was subscribed under the oversubscription by way of rights offering, the Company will allot the remaining shares to the existing shareholders who exercise their oversubscription rights as per the following procedures:

(1) to allot the remaining shares to the existing shareholders who exercise their oversubscription rights in proportion to their shareholdings by multiplying the shareholding of each shareholder who exercise oversubscription rights with the remaining shares, which results in the number of new ordinary shares to be allotted to each of the shareholders exercising their oversubscription rights. Any fraction will be disregarded. The number of new ordinary shares to be allotted shall not exceed the number of shares subscribed and fully paid; or



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(2) In the case of there being the remaining shares from the allotment under (b) (1) above, such remaining shares shall be allotted to each shareholder, who exercises the oversubscription right and has not been fully allotted the remaining shares in proportion to his/her shareholding, by multiplying the shareholding of each shareholders exercising the oversubscription right with the number of the remaining shares, which results in the number of the number of new ordinary shares to be allotted to each shareholder exercising his/her oversubscription right. Any fraction of shares resulting from the calculation will be disregarded. The number of the remaining shares to be allotted to each shareholder will not exceed the number of shares subscribed and the subscription price made. The Company will proceed with the allotment of the remaining shares to the shareholders, who exercise their oversubscription rights as per the above procedures until all remaining shares are fully allotted or no shareholder wishes to subscribe for new ordinary shares.

In case where any shareholders exercising their oversubscription rights and such oversubscription results in such shareholders their concert party and the person under Section 258 of the Securities and Exchange Act B.E. 2565 (as amended) holding shares in the Company and reaching the trigger point, which gives rise to a mandatory tender offer requirement, such shareholders shall make tender offer for all shares in the Company as required by the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 regarding criteria, conditions and procedures for Acquisition of Securities for Business Takeovers (as amended) ("Notification TorJor. 12/2554"), unless such shareholders are exempted from the tender offer requirement as provided in the Notification TorJor. 12/2554.

In any cases, the allotment of new ordinary shares to the existing shareholders above must not violate the foreign shareholding restrictions as specified in the Company's Articles of Association. Presently, foreigners are allowed to hold shares in the Company not more than 49 percent of the total number of issued shares of the Company.

In the event that there are newly issued ordinary shares remaining after the allocation to existing shareholders in proportion to their shareholding (Rights Offering) and the allocation to shareholders who subscribed in excess of their entitlement (Oversubscription) in the above offering (the "Initial Offering"), the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, or any person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, shall

be authorized to consider allocating such remaining newly issued ordinary shares, in whole or in part, for offering to existing shareholders in proportion to their shareholding in subsequent offerings (whether in a single offering or multiple offerings (if any)) and/or to propose to the shareholders' meeting for consideration and approval of a reduction of the Company's registered capital by cancelling the remaining newly issued ordinary shares from the offering.

In this regard, the Board of Directors has resolved to approve the determination of the Record Date for shareholders entitled to be allocated and offered the newly issued ordinary shares as 12 January 2026, and the subscription period and payment period for the newly issued ordinary shares from 23 February to 6 March 2026 (inclusive of 9 business days) for the Initial Offering.

In this regard, the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, or any person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, shall be authorized to consider and determine the terms and conditions, determine the offering price, and specify details relating to the allocation of such newly issued ordinary shares, including, but not limited to, allocating the newly issued ordinary shares in a single offering or in multiple tranches, determining the subscription period and payment period for the capital increase shares, amending or adding details relating to the allocation, and having the authority to determine any other details relating to such allocation of newly issued ordinary shares as deemed appropriate, in order to maximize the Company's benefits and ensure compliance with applicable laws and/or rules and regulations of the Securities and Exchange Commission, the Stock Exchange of Thailand, and/or other relevant authorities, including but not limited to the following:

(a) To determine or amend the terms and conditions and other details regarding the allotment of the new ordinary shares, which includes, but not limited to, the offering, subscription and payment period, offering method, offering ratio, offering price, as well as, any conditions and details relevant to the allocation and offering of new ordinary shares;

(b) To sign the application, notice, and other instrument or relevant documents concerning the capital increase and the allotment of new ordinary shares of the Company, including the certification of relevant documents, in relating to communication and/or receiving the documents from the officer or agent of

the relevant authority as well as listing the new ordinary share of the Company as listed securities on the SET or stock market, where the shares in the Company are listed at that time; and

(c) To carry out any other actions, which are necessary, relevant, and/or connecting with the capital increase and allotment of new ordinary shares of the Company as required by applicable laws and/or relevant regulations

However, in the event of an adjustment of XBIO-W6 or XBIO-W7 or XBIO-W8, the Company may calculate the definite exercise price and ratio, and the number of new ordinary shares to reserve for the adjustment of XBIO-W6 or XBIO-W7 or XBIO-W8 based on the market price per share of the ordinary shares of the Company, which is determined to be equivalent to the total trading value of the Company's ordinary shares divided by the total number of the Company's ordinary shares traded on the SET during 14 consecutive business days prior to the first day that the subscribers are not entitled to subscribe for the new ordinary shares (the first day that SET posts the XR sign). The Company shall later inform the exact adjustment of such warrants via the SET system.

This agenda item must be approved by a majority vote of the shareholders present at the Meeting and casting their votes.

The Chairman then invited the shareholders to ask questions or express their opinions.

Since no shareholder raised any questions or expressed any opinions, the Chairman proposed that the Meeting consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the issuance and offering to existing shareholders in proportion to their shareholding (Rights Offering), as proposed in all respects.

#### Resolution

The Meeting resolved to approve the allocation of the Company's newly issued ordinary shares in the amount of not exceeding 15,229,669,870 shares, with a par value of Baht 7.00 per share, to accommodate the issuance and offering to existing shareholders in proportion to their shareholding (Rights Offering), as proposed in all respects, by a majority vote of the shareholders present at the Meeting and casting their votes, as follows:

Shareholders' Votes	Number (votes)	Percentage of shareholders attending the meeting and casting their votes
Approved	455,485,158	99.0747
Disapproved	4,253,842	0.9253
Abstained	0	0.0000
Invalid Ballot	0	0.0000
<b>Total</b>	<b>459,739,000</b>	<b>100.0000</b>

**Remark** The resolution for this agenda must be approved by the majority votes of total votes of the shareholders attending the meeting and casting their votes.

**Agenda 5** Consider other matters (if any)

- None -

The Chairman asked whether any shareholders had additional questions or comments regarding this agenda item.

As no shareholders had any further questions or comments, the Chairman thanked all shareholders for their participation and declared the meeting adjourned at 11:10 a.m.

-signed-

-signed-

.....  
 (Miss Nitchanun Yammeesri)

.....  
 (Mr. Supoj Pannoi)

Meeting Secretary

Chairman of the Meeting