PRIMA MARINE
PUBLIC COMPANY LIMITED

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March 27, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: All Shareholders of Prima Marine Public Company Limited

Enclosure:

1. A copy of Minutes of the 2025 Annual General Meeting of Shareholders held on April 25, 2025 (Supporting consideration of Agenda Item 1)
2. Annual Report for the Year 2025 (Form 56-1 One Report) (Supporting consideration of Agenda Item 2, Agenda Item 3, and Agenda Item 6)
3. Profiles of the nominated candidates for election as directors in replacement of those to be retired by rotation (Supporting consideration of Agenda Item 5)
4. Profiles of the auditors for the year 2026 (Supporting consideration of Agenda Item 7)
5. Guidelines and procedures for registration to attend the Annual General Meeting of Shareholders through an electronic media (E-Meeting)
6. Documents and evidence to identify in order to attend the Annual General Meeting of Shareholders, supporting documents for the appointment of proxies and voting procedures
7. Profiles of Independent Director nominated by the Company to serve as shareholder proxy.
8. Articles of Association of the Company relating to shareholders' meetings
9. Privacy Notice for the Company's 2026 Annual General Meeting of Shareholders.
10. Instructions for using QR Code to download files.
11. Proxy Forms
12. The channels to receive documents and meeting details.

The Board of Directors No.2/2026 held on 26 February 2026 has resolved to convene the 2026 Annual General Meeting of Shareholders on Monday, 27 April 2026 at 14.00 hours. via electronic media (E-Meeting) for only one form in compliance with the Emergency Decree on Electronic Meeting, B.E.2563 (2020) and related notification. The meeting will be live streamed from Sri Nakorn Meeting Room 2nd Floor, Varich Building, No.88 Soi Bangna-Trad 30, Debaratna Road, Bangna Tai, Bangna, Bangkok to consider the following agenda items:

Agenda Item 1 **To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders held on April 25, 2025**

Objectives and Reasons: The Company arranged the 2025 Annual General Meeting of Shareholders on April 25, 2025. The minutes of the 2025 Annual General Meeting of Shareholders were prepared and sent to the Stock Exchange of Thailand within 14 days from the date of the meeting in accordance with regulations. The Minutes were publicly disclosed on the Company's website at www.primamarine.co.th for acknowledgement and examination of its accuracy by the shareholders. *The details appear in Enclosure 1 Copy of Minutes of the 2025 Annual General Meeting of Shareholders held on 25 April 2025* which has been sent to the shareholders along with this Invitation Letter.

The Board of Directors' Opinion: The Board of Directors considered the matter and opined that the minutes of the 2025 Annual General Meeting of Shareholders held on April 25, 2025 were accurately recorded and no one raised an objection or requested an amendment to the minutes, it deems appropriate to propose that the 2026 Annual General Meeting of Shareholders adopt such minutes.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the Meeting and cast their votes.

Agenda Item 2 **To acknowledge the Company's operating results for the year 2025.**

Objectives and Reasons: According to Article 36 of the Company's Articles of Association, which provides that the annual general meeting of shareholders shall acknowledge the Board of Directors' report on the Company's operation for the previous year. In this regard, the Company has summarized the Company's operating results and the significant changes in the year 2025 as presented in *Enclosure 2 Annual Report for the Year 2025 (Form 56-1 One Report) (shareholders can download the documents from the QR Code provided)* which has been sent to the shareholders along with this Invitation Letter.

The Board of Directors' Opinion: The Board of Directors considered the matter and agreed to propose the Company's operating results for the year 2025 to the 2026 Annual General Meeting of Shareholders for acknowledgement.

Voting: This agenda item is for acknowledgement and there will be no casting of votes

Agenda Item 3 **To consider and approve the Company's Financial Statements for the year ended 31 December 2025**

Objectives and Reasons: According to Section 112 of the Public Limited Companies Act, B.E.2535 (as amended) and Article 36 and Article 39 of the Company's Articles of Association, the Company must prepare a statement of financial position and statements of comprehensive income at the end of the fiscal year, have them audited by an external auditor, and submit them to the shareholder meeting for approval.

The Company has prepared the Company's Financial Statements for the year ended December 31, 2025 as shown in *Enclosure 2 Annual Report for the Year 2025 (Form 56-1 One Report) (shareholders can download the documents from the QR Code provided)* which has been sent to the shareholders along with this Invitation Letter. A summary of the significant financial statements of the Company and its subsidiaries for the year ended December 31, 2025 is shown below:

Unit: Million Baht

List of items	Consolidated Financial Statements as of 31 December		Separate Financial Statements as of 31 December	
	2024	2025	2024	2025
Total assets	23,045.33	22,704.43	9,893.22	9,819.21
Total liabilities	11,313.81	10,779.43	2,157.38	1,886.20
Total equity	11,731.52	11,925.00	7,735.84	7,933.01
Total revenue	8,790.56	8,746.53	748.65	728.57
Net profit	2,249.03	2,283.68	1,905.76	1,975.78
Earnings per share (Baht/share)	0.90	0.96	0.81	0.87

The Audit Committee's Opinion: The Audit Committee has considered and reviewed the Company's Financial Statements for the year ended December 31, 2025, which have been audited and certified by Ms. Marisa Tharathornbunpakula certified public accountant No. 5752 from KPMG Phoomchai Audit Limited and recommended that the Board of Directors propose the Company's Financial Statements for the year ended December 31, 2025 to the 2026 Annual General Meeting of Shareholder for approval.

The Board of Directors' Opinion: The Board of Directors reviewed the matter and resolved to propose that the 2026 Annual General Meeting of Shareholders approve the Company's Financial Statements for the year ended December 31, 2025. The statements are considered correct, complete, and sufficient in accordance with generally accepted accounting standards, having been reviewed by the Audit Committee and audited by a certified auditor.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda Item 4 **To consider and approve the allocation of net profit and dividend payment for the year 2025.**

Objective and Reason: According to Section 115 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 44 of the Company's Articles of Association, no dividends shall be paid otherwise than out of profits. If the Company still sustains an accumulated loss, no dividends shall be paid. Payment of dividends shall be approved by the shareholder meeting. In addition, according to Section 116 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 45 of the Company's Articles of Association, the Company shall allocate no less than 5% of the annual profits as reserved funds, less than the accumulated losses brought forward (if any), until the reserved fund is no less than 10% of the registered capital.

The Company maintains a policy to distribute dividends to shareholders at a rate of not less than 30% of net profits from the Separate Financial Statements, after deducting all applicable taxes and reserve funds as required by law and the Company's Articles of Association. Nevertheless, the dividend payment rate may be adjusted if the Board of Directors deems it necessary and appropriate.

The Board of Directors' Opinion: The Board has resolved to propose to the 2026 Annual General Meeting (AGM) the allocation of net profit from Non-BOI operations for the 2025 fiscal year and the payment of dividends to shareholders at a rate of 0.50 Baht per share, representing 63.27% of net profit based on the separate financial statements, in accordance with the Company's dividend payment policy. An interim dividend of 0.25 Baht per share was paid on October 24, 2025. The remaining dividend from the 2025 operating results will be paid to shareholders at a rate of 0.25 Baht per share. In addition, the Company has allocated net profit to meet the legal reserve requirement of THB 250,000,000. The record date for determining shareholders entitled to receive the dividend is Thursday, 7 May 2026, and the dividend payment date is Tuesday, May 26, 2026. This dividend payment remains subject to approval by the 2026 Annual General Meeting of Shareholders. Furthermore, the Company has repurchased a total of 280,000,000 shares through its financial management program, shares repurchased under this project will not be eligible to receive dividend payments.

Information for comparison with last year's dividend payment is as follows:

List of items	2025	2024
Net Profit on separate financial statements (million Baht)	1,975.78	1,905.76
Legal reserve (Baht)	0	0
Number of shares (Shares)	2,500,000,000	2,500,000,000
Repurchased Shares	280,000,000*	172,889,300*
Total Dividend per share (Baht/share)	0.50	0.48
Dividend Payout Ratio (%)	63.27**	62.97**

Remark: *The Company has repurchased a total of 280,000,000 shares through its financial management program. These shares will not be eligible for dividend payments.

**Calculated from the total issued and paid-up share at 2,500,000,000 shares.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda Item 5 To consider and approve the appointment of directors to replace those who will retire by rotation in 2026.

Objectives and Reasons: According to Section 71 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 17 of the Company's Articles of Association, at every annual general meeting of shareholders, one-third of the directors shall vacate office. If the number of directors cannot be divided exactly into three parts, directors in a number closest to one-third shall vacate office. The directors who remained in office for the longest time shall vacate office. Directors vacating office may be re-elected.

Currently, the Company's Board of Directors consists of eight members. At the 2026 Annual General Meeting of Shareholders, three directors will retire: 1) Mr. Bowon Vongsinudom Independent Director, 2) Mr. Chainoi Puankosoom Independent Director, and 3). Mr. Prompong Chaisrisawatsuk Director.

During the director selection process, shareholders were given the opportunity to nominate qualified candidates for election as directors between November 28 and December 31, 2025. This opportunity was announced via the Stock Exchange of Thailand's electronic system, and the nomination guidelines and procedures were published on the company's website. No shareholders submitted nominations for consideration.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee, excluding directors whose terms are retired, has considered and selected persons who should be nominated as directors to replace directors whose terms are due to retire, taking into account the proportion of diversity and composition of the Board of Directors, as well as considering the appropriateness in terms of knowledge, ability, experience, and specialized expertise that are beneficial to the Company, as well as considering the efficiency of the performance of duties of the directors whose terms are due to retire, who have devoted their time to performing their duties as directors to the fullest extent, provided useful opinions to the Company and considered taking into account the continuity, consistency with the Company's business strategy, and the experience of the directors. They must also be fully qualified and not have prohibited characteristics under the Public Limited Companies Act and not have characteristics indicating a lack of suitability to be trusted to manage a business with the public as shareholders under the Securities and Exchange Act. It is recommended that the Board of Directors approve the submission to the

Annual General Meeting of Shareholders in 2026, for consideration of the re-election of directors whose terms have expired, as follows:

1) Mr. Bowon Vongsinudom Independent Director.

2) Mr. Chainoi Puankosoom Independent Director.

3) Mr. Prompong Chaisrisawatsuk Director.

The Board of Directors' Opinion: The Board of Directors, excluding the nominated directors, has reviewed and determined that the nominated directors comply with relevant regulations and are suitable for the Company's business. Based on the recommendation of the Nomination and Remuneration Committee, it is advised that these nominations be submitted to the 2026 Annual General Meeting of Shareholders for consideration and approval of their re-election as directors for an additional term as the follow;

1) Mr. Bowon Vongsinudom Independent Director.

2) Mr. Chainoi Puankosoom Independent Director.

3) Mr. Prompong Chaisrisawatsuk Director.

The Board of Directors has thoroughly evaluated the independence qualifications of the nominees for independent director positions and has determined that 1) Mr. Bowon Vongsinudom and 2) Mr. Chainoi Puankosoom fully meet the independence criteria stipulated by applicable laws and relevant regulatory requirements. Both nominees are capable of performing their duties independently, providing opinions in compliance with relevant regulations, and consistently contributing valuable recommendations to the company.

The directors identified as 1) and 2) possess all necessary qualifications and remain suitable to continue serving as independent directors, despite having held their positions for more than 9 years. They fully meet the established criteria for independent directors, and a review of their past performance demonstrates their consistent ability to provide independent opinions and valuable recommendations regarding the company's strategy and business operations. The director identified as 3) has also performed their duties with distinction and has offered suggestions that have benefited the company's operations.

Details of information and qualifications of each person nominated for election as a director are provided in *Enclosure 3 Profiles of the nominated candidates for election as directors in replacement of those to be retired by rotation.*

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda Item 6 To consider and approve the remuneration of the Board of Directors and subcommittees for the year 2026

Objectives and Reasons: According to Section 90 of the Public Limited Companies Act, B.E. 2535 (as amended), a company shall not pay money or give any other property to directors unless it is the payment of remuneration under the articles of association of the company. In this regard, Article 22 of the Company's Articles of Association provides that the Company's directors shall be entitled to receive remunerations from the Company in the form of reward, meeting allowance, gratuity, bonus, or other benefits which the shareholders meeting considers and passes the resolution by a vote of not less than two-thirds (2/3)

of the shareholders who attend the meeting. The remuneration may be determined specifically or from time to time or to be in full force and effect until the shareholders meeting resolves otherwise. In addition, the Directors are also entitled to receive allowances and welfare benefits according to the Company's regulations.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee has considered and reviewed the remuneration of the Board of Directors and subcommittee for the year 2026 to ensure that it is consistent with the number of directors, the Company performance, business size, each director's responsibility and performance, as well it is appropriate in comparison to the remuneration of other companies listed on the Stock Exchange of Thailand and the same industry. The committee recommended that the Board of Directors propose the remuneration of the Board of Directors and its subcommittees for the year 2026 in the amount not exceeding 30 million Baht, which is the same as previous year, consisting of monthly remuneration, meeting allowance, annual compensation (bonus), and other benefits, i.e., life and health insurance of directors, to the 2026 Annual General Meeting of Shareholders for approval. The policy and rate of the monthly remuneration and meeting allowance are as follows:

Position	Year 2026 (the proposed year)			Compare with the year 2025		
	Monthly Remuneration (Baht)	Meeting Allowance (Baht/Time)	Other benefits	Monthly Remuneration (Baht)	Meeting Allowance (Baht/Time)	Other benefits
The Board of Directors						
Chairman	73,000	40,000	Actual Cost	64,000	35,000	Actual Cost
Director	39,000	33,000		34,000	29,000	
Audit Committee / Nomination and Remuneration Committee / Corporate Governance and Sustainable Development Committee / Risk Management Committee / Board of Executives						
Chairman	-	40,000	Actual Cost	-	35,000	Actual Cost
Director	-	33,000		-	29,000	

The Board of Directors holds the authority to establish the necessary conditions, specify the details, and determine the payout ratio for annual compensation (bonus) and other benefits as deemed appropriate.

In 2025, the total remuneration for the Board of Directors and its subcommittees amounted to 20,567,000 Baht, remaining within the budget approved by the 2025 Annual General Meeting of Shareholders. The remuneration details for the past year are presented below.

List of Item	2025	2024
Budget (Baht)	30,000,000	30,000,000
Actual (Baht)	20,567,000	20,201,000
Portion of budget used (%)	68.56	67.33
Other benefits	None	None

The details of Directors' remuneration for the year 2025 are shown in *Enclosure 2 Report for the Year 2025 (Form 56-1 One Report) (shareholders can download the documents from the QR Code provided).*

The Board of Directors' Opinion: The Board of Directors considered the matter and agreed to propose that the 2026 Annual General Meeting of Shareholders approves the remuneration of the Company's Board of Directors and subcommittees for the year 2026 in the amount not exceeding 30 million Baht, consists of monthly remuneration, meeting allowance, annual compensation (bonus), and other benefits, i.e. life and health insurance for directors as proposed by the Nomination and Remuneration Committee.

Voting: To approve this matter, a resolution must be passed by no less than two-thirds of the shareholders who attend the meeting.

Agenda Item 7 To consider and approve the appointment of auditors and fix audit fee for the year 2026.

Objectives and Reasons: According to Section 120 of the Public Limited Companies Act, B.E.2535 (as amended) and Article 36 of the Company's Articles of Association, the annual general meeting of shareholders shall appoint an auditor and determine the audit's remuneration of the company every year. The former auditor may be re-appointed. In addition, the Notification of Capital Market Supervisory Board TorJor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers (as amended), requiring the listed companies to arrange for rotation of the auditor. In the event of auditors has reviewed or audited and expressed an opinion on the Company's financial statements for the past 7 fiscal years, whether consecutive or not. The Company will appoint such auditor as the Company's auditor after the period at least 5 consecutive fiscal years.

The Audit Committee's Opinion: The Audit Committee has considered the independent, knowledge skill, audit experience in marine transportation business of the auditors including suitable audit fee for their duties and responsibilities. The Committee recommended that the Board of Directors propose the appointment of auditors from KPMG Phoomchai Audit Limited ("KPMG") as the Company's auditors for the year 2026 to the 2026 Annual General Meeting of Shareholders for approval. This is the 9 consecutive fiscal year (2018 – 2026). KPMG is a leading international audit firm, and the performance is acceptable. KPMG's auditors have been approved by the Office of the Securities and Exchange Commission and have independent, expertise, and experience in the Company's financial statements audit, and have performed their duties effectively in the past year. Moreover, the audit fees are reasonable. The proposed auditors are as follows:

Name of Auditor	CPA Registration No.	Number of years certified the Company's financial statements.
1. Ms. Marisa Tharathornbunpakul	5752	3 years (2023-2025)
2. Ms. Nawarat Nitikeatipong	7789	-
3. Mr. Piyanat Singkhorn	11641	-

Any of the above auditors can conduct the review or audit and express an opinion on the Company's financial statements. Each auditor's profile is shown in *Enclosure 4 Profiles of the auditors for the year 2026* with the audit fee for the year 2026 in the amount of 2,300,000 Baht (Two million three hundred thousand baht), which is the same as previous year. The audit fee excludes the audit fees for its subsidiaries, non-audit fees, and other necessary expense.

Audit Fee

2026 (the proposed year)	Compare with the year 2025	Increase / (Decrease)
2,300,000 Baht	2,300,000 Baht	-

Non-Audit Fee

2025	2024	Increase / (Decrease)
807,585.90* Baht	1,254,520.87 Baht	(446,934.97) Baht

Remark: *The Company and its subsidiaries paid other remuneration to KPMG Phoomchai Audit Co., Ltd., which were investment promotion certificate audit fees of 619,600 Baht and tax consulting fees of the subsidiaries of 187,985.90 Baht.

KPMG and the proposed auditors have neither relationship with nor interests in the Company, its subsidiaries, executives, major shareholders, or related parties of such persons. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements. KPMG is the audit firm of the Company and its subsidiaries, except for one subsidiary that engages another auditor. In this regard, the financial statements of such subsidiary will be reviewed by KPMG Phoomchai Audit Ltd. for the purpose of preparing the Company's consolidated financial statements. The Audit Committee is responsible for overseeing the subsidiary to ensure proper preparation of its financial statements.

The Board of Directors' Opinion: The Board of Directors considered the matter and agreed to propose that the 2026 Annual General Meeting of Shareholders approves the appointment of Ms. Marisa Tharathornbunpakul, Certified Public Accountant No. 5752, Ms. Nawarat Nitikeatipong, Certified Public Accountant No. 7789, and Mr. Piyanat Singkhorn, Certified Public Accountant No.11641 the auditors from KPMG as the Company's auditors for the year 2026 by designating one person to review or examine and express an opinion on the Company's financial statements. Moreover, the audit fees for the year 2026 at the amount of 2,300,000 Baht (Two million three hundred thousand baht) as proposed by the Audit Committee. The Board of Directors will supervise the process to ensure that the Companies and all subsidiaries prepare financial statements within the required timeframe.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes

Agenda Item 8 Other matters, (if any)

The Company provided an opportunity for shareholders to propose matters or agendas for the 2026 Annual General Meeting of Shareholders in advance from 28 November to 31 December 2025 and disclosed the criteria and procedures on the Company's website. However, no minority shareholders proposed any matter or agenda to the Company in advance. The Record Date for specifying the list of shareholders who are entitled to attend the 2026 Annual General Meeting of Shareholders shall be on Friday, 13 March 2026.

All shareholders are invited to attend the 2026 Annual General Meeting of Shareholders via electronic media (E-Meeting) for only one form on Monday, April 27, 2026 at 14.00 hours. without any arrangements for meeting room.

Shareholders or proxies who intend to attend the 2026 Annual General Meeting of Shareholders shall submit a request form for attending the E-Meeting via e-Request. **The e-Request system will be available for shareholders or proxy to submit a request form for attending the E-Meeting from April 20, 2026 at 08.30 hours until the meeting is adjourned**. The Company's officer will verify and approve your request form. If the information and documents are complete, the Company's officer will approve the request form, and then the shareholders will receive a notification email containing your Username and Password, as well as a login link to enroll for the E-Meeting. **The shareholders or proxies will be able to login the electronic meeting system on April 27, 2026 from 12:00 hours onwards (2 hours before the opening of the meeting)**. Please read the methods and procedures for attending the meeting via electronic media (E-Meeting) for shareholders and proxies as shown in *Enclosure 6 Guidelines for attending the meeting by electronic media (E-Meeting).*

Proceed with e-Request *https://fort.inventech.co.th/PRM825754R/#/homepage*	or Scan QR Code

Shareholder can appoint a proxy to attend the shareholder meeting and vote on his or her behalf or may appoint one of the Company's independent directors as their proxies to attend the meeting on their behalf. The details of the independent directors, along with Proxy Form B, can be found in *Enclosure 7 Profiles of the Independent Directors nominated by the Company and Enclosure 11 Proxy Form* to act as shareholder proxies which has been sent to the shareholders along with this Invitation Letter, or you can download either Proxy Form A (general appointment), Proxy Form B (specific voting appointment) or Proxy Form C (only foreign shareholders listed in the share registration book who have a custodian in Thailand) from the Company's website at www.primamarine.co.th by choosing only one of the forms and submit a request form for attending the E-Meeting via e-Request system as described in this Invitation Letter.

The shareholder may send the proxy form and evidence to Company Secretary and Compliance Division by postal service at Prima Marine Public Company Limited, the 6th Floor Varin Building, No. 80 Soi Bang Na-Trad 30, Debaratna Road, Bang Na Tai Subdistrict, Bang Na District, Bangkok 10260 by April 23, 2026.

Shareholders or their proxies may submit questions to the Company prior to the Shareholders' meeting using the designated channels via *Enclosure 12 The channels to receive documents and meeting details (Scan via QR code)*. The Company will address only those questions during the meeting that are directly related to the voting agenda.

The shareholder may send inquiries regarding the agenda items of this meeting in advance to Company Secretary as the details shown at *Enclosure 12 The channels to receive documents and meeting details*, together with an active contact address and telephone number.

Shareholders are cordially invited to attend the meeting on the specified date and time.

Yours faithfully,

Prima Marine Public Company Limited

by the order of Board of Directors

(Mr. Prompong Chaisrisawatsuk)

Chief Executive Officer