

(F53-4)

**Capital Increase Report Form**

Royal Plus Public Company Limited

February 20, 2026

We, Royal Plus Public Company Limited (“the Company”), would like to report the resolution of the Board of Directors No. 1/2026, held on February 20, 2026 regarding the capital increase and allocation of additional shares as follows

**1. Capital Reduction/Capital Increase**

**1.1 Capital Reduction**

The Board of Directors' Meeting resolved to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval the reduction of the Company's registered capital in the amount of 5,475,000 baht, from the existing registered capital of 340,475,000 baht to 335,000,000 baht, by cancelling 10,950,000 unissued ordinary shares with a par value of Baht 0.50 per share.

**1.2 Capital Increase**

The Board of Directors' Meeting resolved to propose to the 2026 Annual General Meeting of Shareholders for consideration and approval of the increase in the Company's registered capital from 335,000,000 baht to 340,475,000 baht by issuing and offering 10,950,000 ordinary shares with a par value of 0.50 baht per share, totaling 5,475,000 baht, as follows:

Capital Increase	Type of Security	No. of Shares (shares)	Par Value (baht/share)	Total (Million Baht)
<input checked="" type="checkbox"/> Objective of Funds Exercise Form	Common Shares	10,950,000	0.50	5,475,000
	Preferred Shares	-	-	-
<input type="checkbox"/> General Mandate	Common Shares	-	-	-
	Preferred Shares	-	-	-

**2. Allocation of additional shares**

**2.1 Objective of Fund Exercise Form**

Allocated to	No. of Shares (shares)	Ratio (Former : New)	Selling Price (Baht/share)	Date and time for subscription and payment of shares	Remark
Existing shareholders	-	-	-	-	-



Allocated to	No. of Shares (shares)	Ratio (Former : New)	Selling Price (Baht/share)	Date and time for subscription and payment of shares	Remark
Existing shareholders without allocation to shareholders will cause the Company to have obligations under foreign laws	-	-	-	-	-
The Public	-	-	-	-	-
Limited persons Specify_____	-	-	-	-	-
To support the exercise of the right to purchase ordinary shares of the Company by the holders of PLUS-ESOP#W2 warrants to be issued and offered for sale under the ESOP project	Not exceed 10,950,000	Exercise ratio 1 unit of warrant: 1 ordinary share	without offering value 1 unit of warrant will be entitled to purchase ordinary shares at the price of 1.50 baht per share	Please see remark*	Please see the summary details of PLUS-ESOP#W2 Warrants in Attachment 12.

**Remark:** The Board of Directors meeting has resolved to propose to the 2026 Annual General Meeting of Shareholders to consider and approve the issuance and offering of the Warrants to purchase the ordinary shares of the Company to executives and employees of the Company No.2 ("PLUS-ESOP#W2"), in the amount of 10,950,000 units (par value at 0.50 baht per share), without offering value, and with the exercise ratio of one unit of warrant per one ordinary share at the exercising price of 1.50 baht per share, and with maturity of five years beginning from the date of their issuance, the details as appeared in [Enclosure 12](#).

In addition, the Board of Directors of the Company and/or Executive Committee and/or the Managing Director or the person(s) entrusted by the Board of Directors or the Executive Committee or the Managing Director shall be empowered to do any action which is necessary for, or in connection with the implementation of the PLUS-ESOP#W2 and the issuance and offering of the Warrants of the Company as deemed appropriate and subject to the conditions of the applicable law including but not limited to determining, editing, amending or adding the details and particulars necessary for and in connection with the issuance and offering of the Warrants of the Company subject to the conditions of the applicable law including appointing any substitute to perform the same etc.

## 2.2 General Mandate

-None-

### 3. Schedule of the general shareholders' meeting/extraordinary shareholders' meeting to request approval for capital increase and allocation of additional shares.

The date of the 2026 Annual General Meeting of Shareholders is set for 24 April 2026 at 2:00 p.m. in the form of an electronic meeting (E-AGM) only, and the list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders (Record Date) is set for 13 March 2026.

### 4. Requesting permission to increase capital/allocate additional shares to relevant government agencies and conditions for requesting permission (if any)

4.1 The Company must obtain approval from the 2026 Annual General Meeting of Shareholders to proceed with the increase in registered capital, including other related matters.

4.2 The Company will proceed with the registration of the increase in registered capital and the registration of the change in paid-up capital and other related matters with the Department of Business Development, Ministry of Commerce, including the amendment of the memorandum of association related to the increase in registered capital.

4.3 Request permission from the Stock Exchange of Thailand to list additional common shares on the Stock Exchange of Thailand.

### 5. Objectives of the capital increase and the exercise of the increased capital.

To support the exercise of the Company's common stock purchase warrants for the Company's executives and employees under the ESOP program ("PLUS-ESOP#W2").

### 6. Benefits that the Company will receive from the capital increase/allocation of additional shares:

6.1 To reward the performance of the Company's executives and employees who are determine to work to create maximum benefits for the Company and shareholders.

6.2 To motivate or encourage employees to work efficiently for the Company.

6.3 To retain personnel with knowledge and ability to continue working in the long term.

6.4 To allow executives and employees to participate in ownership, to have the same objectives as shareholders, and to aim to create growth for the Company.

### 7. Benefits that shareholders will receive from the capital increase/allocation of additional shares

Shareholders will benefit from the future growth of the business due to the offering of warrants to purchase additional common shares to executives and employees (ESOP), which will help create incentives for executives and employees to work together to make the business have better performance in the long term.

8. Any other details necessary for shareholders to use in deciding to approve the capital increase/allotment of additional shares.

-None-

9. Schedule for implementation in case the board of directors resolves to increase capital/allocate additional shares.

No.	Operation Procedure	Day-Month-Year
1	The Board of Directors has approved the capital increase for specific purposes.	February 20, 2026
2	The list of shareholders entitled to attend the 2026 Annual General Meeting of Shareholders has been determined.	March 13, 2026
3	2026 Annual General Meeting of Shareholders.	April 24, 2026
4	Submission of applications for registration of capital reduction, capital increase, and amendment of the Memorandum of Association to the Department of Business Development, Ministry of Commerce	Within 14 days from the date of shareholder approval

The Company certifies that the information in this report is correct and complete in all respects.

Signed.....

(Mr. Phonsaeng Saebe)

Authorized Signatory Director

Signed.....

(Mr. Kitti Wachirajirakorn)

Authorized Signatory Director