

(F 53-4)

**Capital Increase Report Form**  
**Ubis (Asia) Public Company Limited**  
**24 February 2026**

We, Ubis (Asia) Public Company Limited (the “**Company**”), would like to report the resolutions of the Board of Directors Meeting No. 4/2026 on 24 February 2026 regarding the capital increase and the allocation of newly issued shares as follows:

**1. Capital Decrease and Capital Increase**

**1.1. Decrease in Registered Capital**

The Board of Directors resolved to propose to the Annual General Meeting of Shareholders of 2026 to consider and approve the decrease of the Company’s registered capital by 113,999,745.00 Baht, from the existing registered capital of 398,999,983.00 Baht to 285,000,238.00 Baht, by canceling 113,999,745 unissued ordinary shares with a par value of Baht 1.00 per share, which remained from the allocation reserved for the expired Warrants to purchase the ordinary shares of the Company No. 1 (UBIS-W1)

**1.1 Increase in Registered Capital**

The Board of Directors resolved to propose to the Annual General Meeting of Shareholders of 2026 to the increase of the Company’s registered capital by 285,000,238.00 Baht, from the existing registered capital of 285,000,238.00 Baht to 570,000,476.00 Baht, by issuing not exceeding 285,000,238 newly issued ordinary shares with a par value of Baht 1.00 per share, the details are as follows:

| Capital increase  | Type             | Number of Shares (Shares) | Par value (Baht per share) | Total (Baht)   |
|---|------------------|---------------------------|----------------------------|----------------|
| <input checked="" type="checkbox"/> Specifying the Purpose of Utilizing Funds | Ordinary Shares  | 285,000,238               | 1.00                       | 285,000,238.00 |
|   | Preferred Shares | -                         | -                          | -              |
| <input type="checkbox"/> General Mandate                                      | Ordinary Shares  | -                         | -                          | -              |
|   | Preferred Shares | -                         | -                          | -              |

## 2. Allocation of New Shares

### 2.1 Specifying the Purpose of Utilizing Funds:

| Allocated to  | Number of Shares (Shares) | Ratio (Old: New)   | offering Price (Baht per share) | Date, Time, Subscription and Payment for Shares | Note                             |
|---|---------------------------|--|---------------------------------|---|----------------------------------|
| Existing shareholders in proportion to their shareholding (Rights offering) | 285,000,238               | 1 existing ordinary share per 1 newly issued ordinary shares | 1.00                            | Please consider the notes below.                | Please consider the notes below. |

#### Notes:

The Board of Directors resolved to approve the allocation of the Company's newly issued ordinary shares under the specified purpose for use of funds, by allocating 285,000,238 shares with a par value of 1.00 Baht per share, either in one offering or in separate offerings, to the existing shareholders in proportion to their shareholding (Rights offering), at the allocation ratio of 1 existing ordinary share to 1 newly issued ordinary shares (any fractional shares resulting from the calculation shall be disregarded), at the offering price of 1.00 Baht per share.

However, the Company will determine the record date for shareholders entitled to subscribe for the newly issued ordinary shares in proportion to their shareholdings (Record Date), as well as the subscription and payment dates for such newly issued ordinary shares, at a later date, and will notify the same in due course.

### 2.2 Company Procedures in the Case of Fractional Shares

In the event that the calculation results in fractions, such fractions shall be disregarded

### 2.3 General Mandate

- None -

## 3. Schedule for the Annual General Meeting of Shareholders to Approve the Capital Increase and Allocation of Newly Issued Shares.

The Annual General Meeting of Shareholders of 2026 on 22 April 2026, at 10.00 A.M. via electronic meeting (E-Meeting). The date to determine the list of shareholders entitled to attend the Annual General Meeting of Shareholders (Record Date) will be on 19 March 2026.

#### 4. Approval for Capital Increase / Share Allocation from Relevant Governmental Authorities and Conditions of such Approval (if any)

- 4.1. The Company shall register the capital decrease, capital increase, and the amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce, within 14 days from the date of approval by the shareholders' meeting. In addition, the Company shall register the change in paid-up capital with the Department of Business Development, Ministry of Commerce, within 14 days from the date of receipt of the share subscription payment;
- 4.2. The Company shall submit an application to the Stock Exchange of Thailand for the listing of the newly issued ordinary shares as listed securities on the Market for Alternative Investment (mai)

#### 5. Objectives of Capital Increase and Plans for Utilizing Proceeds obtained from the Capital Increase

Please consider additional details regarding the objectives of the capital increase and the plans for utilizing the proceeds from the capital increase, as set out in Item 2 of the Information Memorandum on the Issuance and offering of Newly Issued Ordinary Shares of Ubis (Asia) Public Company Limited (**Enclosure 5**)

#### 6. Benefits that the Company will receive from the Capital Increase / Share Allocation

The capital increase will provide the following benefits to the Company:

1. To ensure that the Company has sufficient funding for its operations and those of its subsidiaries, as well as to support the business expansion of the subsidiaries, which will result in increased working capital requirements in line with business growth.
2. To enhance financial liquidity and support the continuity and efficiency of business operations.
3. To strengthen the Company's financial position and long-term stability.
4. To improve the Company's financial structure by appropriately managing the proportion of cash and short-term liabilities, thereby enhancing the overall financial strength of the Company.

#### 7. Benefits that the Shareholders will receive from Capital Increase / Share Allocation

##### 7.1 Dividend Policy

The Company has a dividend payment policy of paying dividends annually at a rate of not less than 40% of net profit from operations after deduction of corporate income tax and legal reserves. However, the Board of Directors may determine a dividend payment rate that differs from such policy, as it deems appropriate and necessary, such as where the Company is required to utilize funds for investment or business expansion, where there are changes in economic conditions or market circumstances, or where any other events occur that may affect the Company's financial liquidity.

## 7.2 Right to Receive Dividends from the Company's Operations

Investors shall be entitled to receive dividends once their shareholding has been duly registered and their names appear in the Company's share register, and the Company has declared a dividend payment, in accordance with applicable laws and regulations.

## 7.3 Others

If the Company achieves favorable operating results and higher profitability, it will have a stronger financial structure, which may result in an increase in the Company's share value. In such case, shareholders may receive dividends in accordance with the Company's dividend policy.

## 8. **Other Details Necessary for Shareholders' Decision Making in the Approval of the Capital Increase / Share Allocation**

For the other details necessary for shareholders' decision making in the approval of the capital increase / share allocation, please refer to the Information Memorandum regarding the Issuance and offering of Newly Issued Ordinary Shares of Ubis (Asia) Public Company Limited (**Enclosure 5**).

## 9. **Timeline for the Process in Case the Board of Directors Passes a Resolution with the Approval of the Capital Increase / Share Allocation**

| No. | Actions  | Date/Month/Year  |
|-----|--|------------------|
| 1.  | The Board of Directors' Meeting No.4/2026  | 24 February 2026 |
| 2.  | The Date to Determine the List of Shareholders Entitled to Attend the Annual General Meeting of Shareholders of 2026 (Record Date) | 19 March 2026    |
| 3.  | The Annual General Meeting of Shareholders of 2026   | 22 April 2026    |

| No. | Actions   | Date/Month/Year  |
|-----|---|--|
| 4.  | The Registration Date of Capital Decrease, Capital Increase, And Amendment to the Memorandum of Association of the Company with Department of Business Development, Ministry of Commerce. | Within 14 days from the date on which the shareholders' meeting resolves to approve.     |
| 5.  | The Date to Determine the List of Shareholders Entitled to Subscribe for the Newly Issued Ordinary Shares in Proportion to Their Shareholdings (Record Date),                             | To be determined at a later date after the shareholders' meeting resolves to approve.    |
| 6.  | Subscription Period for the Newly Issued Ordinary Shares Issued and offered to the Existing Shareholders in Proportion to Their Shareholding (Rights offering)                            | To be determined at a later date after the shareholders' meeting resolves to approve.    |
| 7.  | The Registration Date of the Paid-Up Capital Increase with the Department of Business Development, Ministry of Commerce.  | Within 14 days from the date of receipt of payment for the newly issued ordinary shares. |
| 8.  | The Submission Date of the Application to the Stock Exchange of Thailand for the Listing of The Newly Issued Ordinary Shares on the Market for Alternative Investment (Mai).              | Within 30 days from the end date of subscription period                                  |

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

Please be informed accordingly.

Sincerely yours,

(Mr. Piyakun Kritayanutku)  
Authorized Person to Disclose Information