

CS005/2568

27 February 2025

Subject: Declaration of the Resolutions of the Board of Directors' Meeting No. 1/2025 re 2025 Annual General Meeting of Shareholders and the Appointment of Chairman and Vice Chairman of the Board of Directors

To: President of the Stock Exchange of Thailand

We, Nova Empire Public Company Limited (the “**Company**”), would like to announce that the following matters, among others, were resolved at the Meeting of the Board of Directors No. 1/2025 held on 24 February 2025 to determine various items, including the following matters:

1. Approved to propose to the 2025 AGM to approve the Audited Consolidated Financial Statements of the Company for the financial year ended 31 December 2024;
2. Approved an omission of the dividend payment from the operating result of 2024;
3. Approved the reappointment of two directors whose terms of office have expired, namely, 1) Miss Sukanya Tipmanee and 2) Mr. Tossri Khowsurat, for consideration by the shareholders to continue in the same positions for another term. For the vacancy resulting from Mr. Thanapat Parinyaroj, the Board of Directors will identify a candidate with legal expertise or knowledge of the offshore petroleum industry, the Company's core business, and will propose this candidate at the future shareholders' meeting.
4. Approved the appointment of Mr. Niti Jungnitnirundr as Chairman of the Board of Directors, effective 24 February 2025, and the appointment of Mr. Sudwin Panyawongkhanti as Vice Chairman of the Board of Directors, effective 24 February 2025.
5. Approved the revision of the remuneration of directors of the Company for 2025;
 - Adjust the annual compensation of the Vice Chairman from 650,000 baht to 500,000 baht and reduce the meeting allowance to 20,000 baht per meeting.
 - Increase the meeting allowance of the Audit Committee Members from 10,000 baht per meeting to 15,000 baht
 - Increase the meeting allowance of the Member of the Board of Directors from 10,000 baht per meeting to 15,000 baht.

The rate for 2025 as follows.

(Unit: Thai Baht:THB)

	Board of Directors		Audit Committee		Nomination Remuneration and Corporate Governance Committee	Risk Management Committee
	Annual Fee	Meeting Fee	Annual Fee	Meeting Fee	Meeting Fee	Meeting Fee
Chairperson	750,000	35,000				
Vice Chairperson	500,000	20,000				
Chairperson of Audit Committee			420,000	25,000		
Audit Committee Member			150,000	15,000		
Chairperson of the Nomination Remuneration and Corporate Governance Committee					10,000	
Member of the Nomination Remuneration and Corporate Governance Committee					10,000	
Chairperson of the Risk Management Committee						20,000
Member of the Risk Management Committee						20,000
Director*	150,000	15,000				

Note: *Executive Director shall not be eligible for any meeting fee.

- Approved the appointment of the following auditors from EY Office Limited to be the Company's auditor for the year 2025 namely Miss Isaraporn Wisutthiyan Certified Public Accountant No. 7480, or Mr. Preecha Arunnara Certified Public Accountant No. 5800, and Miss Sirirat Sricharonthap, Certified Public Accountant No. 5419 (for the fourth consecutive years), the audit fee for the Company's auditor for auditing both the consolidated and quarterly financial statements is set at 150,000 baht per quarter, amounting to 600,000 baht for the year ending on 31 December 2025, totaling 1,050,000 baht (excluding VAT).

Additionally, EY Office Limited will serve as the auditor for all 12 subsidiaries within the Group, with the audit fee for the financial statements of the subsidiaries for the year ending on 31 December 2025 totaling 2,110,000 baht (excluding VAT).

The stated audit fee excludes other incurred expenses, such as travel expenses, allowances, etc., which are not to exceed 100,000 baht per year for auditing the entire Group.

7. Approved the summoning of an Annual General Meeting of Shareholders for 2025 (the “AGM”) to be held on 30 April 2025 at 02.00 p.m. through E-EGM, and to set the Record Date for such shareholders meeting on 28 March 2025. The agenda items for the meeting shall be as follows:
- Agenda 1 Adoption of the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2024;
 - Agenda 2 Acknowledgement of the Annual Report on the business operation of the Company for 2024;
 - Agenda 3 Approval of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 December 2024;
 - Agenda 4 Approval of an omission of annual dividend payments for 2024;
 - Agenda 5 Approval of the re-election of retiring directors;
 - Agenda 6 Approval of the remuneration of directors for 2025;
 - Agenda 7 Approval of the appointment of auditors of the Company and fixing their remuneration for 2025;
 - Agenda 8 Other matters.

Please be informed accordingly.

Yours faithfully,

(Sukanya Tipmanee)

Director

Nova Empire Public Company Limited