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AEON Thana Sinsap (Thailand) Public Company Limited

บริษัท อีออน ธนสินทรัพย์ (ไทยแลนด์) จำกัด (มหาชน)

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(Translation)

No. 1/2026

January 7, 2026

To: President

The Stock Exchange of Thailand

Re: Notification of the Resolution of the Board of Director's Meeting No. 1/2026

AEON Thana Sinsap (Thailand) Public Company Limited ("Company") ("AEONTS"), hereby reports a resolution passed at the meeting of the Board of Directors No. 1/2026, held on January 7, 2026, at 09:30 a.m. with approved related transactions for the following items;

1. Guarantee fee on bank loans
2. Outsourcing service agreement in the system development and license

The details as attachment.

Please be informed accordingly.

Yours sincerely,

Toshiya Shimakata

Vice Chairman of the Board and Managing Director

Related Transaction

The Board of Director's meeting of AEON Thana Sinsap (Thailand) Plc. ("Company") ("AEONTS") No. 1/2026 held on January 7, 2026, had a resolution of the related transaction as follows.

1. Guarantee fee on bank loans

1.1 Date of Agreement

- AEON Specialized Bank (Cambodia) PLC will pay the loan guarantee fee to AEON Financial Service Company Limited for long term loan 3 years and 5 years.
- AEON Leasing Service (Lao) Company Limited will pay the loan guarantee fee to AEON Financial Service Company Limited for term loan 1 year and 2 years.

(Remark: Please see the details in table 1.4 Value of Consideration)

1.2 Contractual parties with AEONTS

Major shareholder of AEONTS

Company	Business	Relationship with AEONTS
AEON Financial Service Company Limited ("AFS")	Finance	- AFS holds 35.12% of AEONTS's shares

Subsidiaries Company

Company	Business	% of shares held by AEONTS
AEON Specialized Bank (Cambodia) PLC ("ASB Cambodia")	Retail Finance	- AEONTS holds 50% of ASB Cambodia's shares
AEON Leasing Service (Lao) Company Limited ("ALS Lao")	Retail Finance	- AEONTS holds 96.29% of ALS Lao's shares

1.3 General characteristics of transaction

ASB Cambodia and ALS Lao intend to enter into loan agreements with oversea banks whereby ASB Cambodia will borrow an amount of 70M USD, and ALS Lao will borrow an amount of 420B LAK.

AFS shall issue loan guarantees to ASB Cambodia and ALS Lao as agreed. ASB Cambodia and ALS Lao have consented and agreed to pay the loan guarantee fees to AFS under specified term and conditions. The loan guarantee fee shall be calculated at an annual rate of 0.2%, based on the amount of the loan guaranteed.

1.4 Value of consideration

Transaction	Term Years	Total Loan Amount	Amount
Guarantee fees			
ASB Cambodia	3	40M USD	240K USD (approximately 7.6M Baht)
	5	30M USD	300K USD (approximately 9.5M Baht)
ALS Lao	1	18.4M USD or 400B LAK	800M LAK or 36.8K USD (approximately 1.2M Baht)
	2	919K USD or 20B LAK	80M LAK or 3.7K USD (approximately 0.1M Baht)
Total			18.34 Million Baht

BOT Exchange Rate as of 19th December 2025, 1 USD = 31.5909 THB

BOL Exchange Rate as of 22nd December 2025, 1 USD = 21,757 LAK

1.5 The connected person with AEONTS and related companies

Related company name	Paid Up Capital No. of shares	Name of connected persons
AFS	45,698,196,100 JPY/ 216,010,128 shares	Mr. Shigeki Mishima ¹

Note: ¹Mr. Shigeki Mishima is the Chairman of AEONTS, and Director and Senior Executive officer of AFS.

2. Outsourcing Service Agreement in the System Development and License

2.1 Date of agreement

- Agreement period between AEONTS with AFS will be one year from 1st of March 2026 to 28th February 2027
- Agreement period between ASB Cambodia and ALS Lao with AFS will be one year from 1st of January 2026 to 31st December 2026

2.2 Contractual parties with AEON Thana Sinsap (Thailand) Plc. ("AEONTS")

Major shareholder of AEONTS

Company	Business	Relationship with AEONTS
AEON Financial Service Company Limited ("AFS")	Finance	Major shareholder of AEONTS, holding 35.12% of AEONTS's shares

AEONTS's subsidiaries

Company	Business	% of AEONTS holding
1. AEON Specialized Bank (Cambodia) PLC ("ASB Cambodia")	Retail Finance	50%
2. AEON Leasing Service (Lao) Company Limited ("ALS Lao")	Retail Finance	96.29%

2.3 General characteristics of transaction

AEONTS' subsidiaries (ASB Cambodia, and ALS Lao) engage outsourcing service agreements in the system development and license of the system which need for each company's operation from AFS.

Company	Amount (baht)
AEONTS	3,328,923
ASB Cambodia	580,700
ALS Lao	12,127,339
Total	16,036,962

2.4 Value of consideration

Transaction	Amount
Outsourcing Service Agreement in the System Development and License	
AEONTS and Subsidiaries	16,036,962 baht
Total transaction	16,036,962 baht

2.5 The connected person with AEONTS and related companies

Related company name	Paid up Capital No. of shares	Name of connected persons
AFS	45,698,196,100 JPY/ 216,010,128 shares	Mr. Shigeki Mishima ¹

Note: ¹Mr. Shigeki Mishima is the Chairman of AEONTS, and Director and Senior Executive officer of AFS.

The measurement of total transactions 1 and 2

Transaction	Amount (Baht)
1. Guarantee fee on bank loans	18,336,835
2. Outsourcing Service Agreement in the System Development and License	16,036,962
Total	34,373,797

By measurement in percentage of the Company Net Tangible Assets (NTA), total transaction is 34.37 million baht or 0.1% of the Company's NTA.

The Company approved the related transaction within the last six months as follows:

The related transaction within the last six months	Amount	% of the Company's NTA
<p>Board of Director's meeting No. 12/2025 held on December 11, 2025</p> <p>1. The use of a shared service center (Share Service Fee)</p> <p>1.1) AEONTS provides Shared Service Center for Finance & Accounting to ACSC with a transaction amount of 0.6 million baht.</p> <p>1.2) AEONTS provides business operation (Back Office Service) to ACSC with a transaction amount 0.96 million baht.</p> <p>1.3) AEONTS provides annual maintenance for Private Cloud of SAP S/4 HANA system to ACSC and ASB Cambodia with a transaction amount of 0.95 million baht.</p> <p>1.4) AFS provides SAS-FM License to AEONTS with a transaction amount of 1.11 million baht.</p> <p>2. Outsourcing Service Agreement in Maintenance and Support Fee</p> <p>AEONTS and its subsidiaries which is AEON Specialized Bank (Cambodia) PLC and AEON Leasing Service (Lao) Company Limited engage outsourcing service agreements in maintenance and support fee with AFS with a transaction amount of 21.66 million baht.</p>	25.28 Million Baht	0.10%

Board of Director's meeting No. 7/2025 held on July 9, 2025		
1. Royalty Fee Agreement AEONTS and subsidiaries (AEON Specialized Bank (Cambodia) Plc. and AEON Leasing Service (Lao) Company Limited has entered the "Brand Royalty Agreement" with AEON Financial Service Company Limited with a transaction amount of 86.48 million baht.		
2. Business Advisory Service Agreement AEONTS has executed a "Business Advisory Service Agreement" and paid management service fee to AEON Financial Service Company Limited with a transaction amount of 119.26 million baht.	222.06 Million Baht	0.86%
3. Data migration of new core system in AEON Specialized Bank (Cambodia) Plc. AEON Specialized bank (Cambodia) Plc. has paid AEON Financial Service Company Limited for the data migration under the new core banking system project with a transaction amount of 16.32 million baht.		
Total	247.34 Million Baht	0.96%

Therefore, the total related transactions amount within the last six months period including this time would be 281.71 million Baht or 1.09% of the Company NTA, which more than 0.03% of the Company's NTA but less than 3.00% of NTA of the Company. So, this transaction is the related transaction pursuant to the Notifications which shall be reviewed and considered by the Audit Committee and approved by the Board of Director as well as disclose to the Stock Exchange of Thailand.

Remarks: NTA was as of 30th November 2025.

Opinion of the Audit Committee:

The Audit Committee has considered and resolved that the transaction is not materiality compared to the asset size of Company and reasonable to be proposed to the Board of Directors for further consideration and approval.

Opinion of the Board of Director:

The Board of Directors has considered the transaction and has opinion that the transaction is necessary, reasonable, and not different from the Audit Committee's opinion.