-**Translation**-

0169/052

21 July 2026

Re: Resolutions of the Joint Shareholders' Meeting between the Shareholders of Banpu Public Company Limited and the Shareholders of Banpu Power Public Company Limited

To: President of the Stock Exchange of Thailand

Banpu Public Company Limited (the "**Company**") would like to inform the resolutions of the Joint Shareholders' Meeting between the shareholders of the Company and the shareholders of Banpu Power Public Company Limited ("**BPP**") (the "**Joint Shareholders' Meeting**") held on 21 July 2026 from 13.30 – 16.10 hours to the Stock Exchange of Thailand as follows:

1. To consider and approve the name of NewCo

Resolved to approve the name of the new company to be established as a result of the amalgamation between the Company and BPP ("**NewCo**"), namely "บริษัท บ้านปู จำกัด (มหาชน)" in Thai and "Banpu Public Company Limited" in English, as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,712,617,038	votes	equivalent to	90.4032
Disapproved	1,226,800	votes	equivalent to	0.0143
Abstained	817,504,226	votes	equivalent to	9.5823

2. To consider and approve the objectives of NewCo

Resolved to approve the objectives of NewCo, consisting of 27 clauses, and the authorisation of the authorised directors of NewCo and/or the person(s) designated by the authorised directors of NewCo with the power and authority to undertake any action in connection with the registration of NewCo's objectives, as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

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Approved	7,718,294,952	votes	equivalent to	90.4160
Disapproved	680	votes	equivalent to	0.0000
Abstained	818,122,163	votes	equivalent to	9.5839

3. To consider and approve the registered capital, number of shares, par value and paid-up capital of NewCo

Resolved to approve the registered capital of NewCo in the amount of Baht 40,496,219,730 divided into 4,049,621,973 ordinary shares, with a par value of Baht 10 per share, equivalent to the sum of the paid-up capital of the Company and BPP, as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,718,309,860	votes	equivalent to	90.4153
Disapproved	616,970	votes	equivalent to	0.0072
Abstained	817,578,965	votes	equivalent to	9.5774

4. To consider and approve the allocation of shares in NewCo

Resolved to approve the allocation of shares in NewCo amounting to 4,049,621,973 shares, with a par value of Baht 10 per share, to the shareholders of the Company and the shareholders of BPP whose names appear in the Company's and BPP's share register as at 21 July 2026, which is the book closing date for the purpose of determining the list of shareholders who are entitled to receive the allocation of shares in NewCo, in accordance with the swap ratios approved by the Extraordinary General Meetings of Shareholders No. 1/2026 of the Company and BPP, with the details as follows:

(1) 1 existing share in the Company for 0.38242 shares in NewCo; and

(2) 1 existing share in BPP for 0.80208 shares in NewCo. (This ratio is calculated by excluding BPP's shares held by the Company. The allocation of NewCo shares to the shareholders of BPP will be made to each BPP's shareholder, except for the Company.)

In allocating the shares in NewCo to the shareholders of the Company and BPP, if there is a fraction of a share which is greater than or equal to 0.5 share as a result of the calculation in accordance with the above share allocation ratio, such fraction will be rounded up to 1 share, but if a fraction of a share is less than 0.5 share, such fraction will be disregarded. In such case, NewCo will pay cash compensation to the shareholders for the disregarded fraction of share at a price to be determined (the "**Compensation Per Share**").

In this regard, such Compensation Per Share will be based on the price per share of NewCo shares calculated from the market value of the Company plus approximately 8.93[1] per cent of the market value of BPP, divided by the total number of issued and outstanding shares of NewCo. For the purpose of such calculation, the market value of each of the Company and BPP shall be calculated based on the volume weighted average price of each company during the period of 7 trading days (i.e. 8 to 16 July 2026) prior to the first day on which the Stock Exchange of Thailand posts the SP sign (i.e. 17 July 2026) multiplied by the total number of shares of each company (the Company and BPP). The Compensation Per Share as calculated amounts to Baht 14.97 per share. The Compensation Per Share will be paid by NewCo to the shareholders affected by the disregarded fractions of shares within 14 business days from the date of registration of the amalgamation.

In order for the registered and paid-up capital of NewCo to consist of ordinary shares in the number and at the par value specified above in Agenda 3, the Company's and BPP's Board of Directors Meeting deemed it appropriate that Mr. Sinon Vongkusolkit be the share balancer for the rounding of shares and either pay compensation to, or receive compensation from, NewCo in connection with such share balancing.

Furthermore, for convenience and smooth in the allocation of ordinary shares in NewCo and the payment of compensation in connection with the share balancing, it is deemed appropriate to propose to the Joint Shareholders' Meeting to consider and approve to authorise the authorised directors of the Company, BPP or NewCo, or the person(s) designated by the authorised directors of the Company, BPP or NewCo, with the power and authority to perform any actions relating to the allocation of ordinary shares in NewCo as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

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1 The approximate 8.93 per cent is the percentage of shareholding in BPP held by shareholders other than the Company, while the Company holds 2,775,659,603 shares (equivalent to approximately 91.07 per cent of the total issued and outstanding shares in BPP).

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Approved	7,718,005,259	votes	equivalent to	90.4103
Disapproved	915,903	votes	equivalent to	0.0107
Abstained	817,718,299	votes	equivalent to	9.5789

5. To consider and approve the Memorandum of Association of NewCo

Resolved to approve the Memorandum of Association of NewCo and the authorisation of the authorised directors of NewCo and/or the person(s) designated by the authorised directors of NewCo with the power and authority to undertake any action in connection with the registration of NewCo's Memorandum of Association as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,714,026,973	votes	equivalent to	90.3637
Disapproved	0	votes	equivalent to	0.0000
Abstained	822,612,588	votes	equivalent to	9.6362

6. To consider and approve the Articles of Association of NewCo

Resolved to approve the Articles of Association of NewCo, consisting of 57 clauses and the authorisation of the authorised directors of NewCo and/or the person(s) designated by the authorised directors of NewCo with the power and authority to undertake any action in connection with the registration of NewCo's Articles of Association as proposed in all respects.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,713,090,735	votes	equivalent to	90.3537
Disapproved	0	votes	equivalent to	0.0000
Abstained	823,458,826	votes	equivalent to	9.6462

7. To consider and approve the appointment of the directors of NewCo

Resolved to approve the appointment of the following individuals to be the directors of NewCo, on a basis of individual voting.

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The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

1.	Mr. Chanin Vongkusolkit		Director		
	Approved	7,695,742,223	votes	equivalent to	90.1509
	Disapproved	19,750,409	votes	equivalent to	0.2313
	Abstained	821,011,929	votes	equivalent to	9.6176
2.	Mr. Teerana Bhongmakapat		Independent Director		
	Approved	7,677,655,847	votes	equivalent to	89.9391
	Disapproved	33,704,555	votes	equivalent to	0.3948
	Abstained	825,144,159	votes	equivalent to	9.6660
3.	Mr. Piriya Khempon		Independent Director		
	Approved	7,696,627,680	votes	equivalent to	90.1613
	Disapproved	14,874,122	votes	equivalent to	0.1742
	Abstained	825,002,759	votes	equivalent to	9.6644
4.	Mr. Pichai Dusdeekulchai		Independent Director		
	Approved	7,692,130,331	votes	equivalent to	90.1086
	Disapproved	19,371,471	votes	equivalent to	0.2269
	Abstained	825,002,759	votes	equivalent to	9.6644
5.	Mr. Teerapat Sanguankotchakorn		Independent Director		
	Approved	7,696,632,680	votes	equivalent to	90.1614
	Disapproved	14,869,122	votes	equivalent to	0.1741
	Abstained	825,002,759	votes	equivalent to	9.6644
6.	Mrs. Watanan Petersik		Independent Director		

	Approved	7,697,184,302	votes	equivalent to	90.1678
	Disapproved	14,311,100	votes	equivalent to	0.1676
	Abstained	825,009,159	votes	equivalent to	9.6644
7.	Mr. Anon Sirisaengtaksin		Director		
	Approved	7,691,045,093	votes	equivalent to	90.0959
	Disapproved	20,311,709	votes	equivalent to	0.2379
	Abstained	825,147,759	votes	equivalent to	9.6661
8.	Mr. Buntoeng Vongkusolkit		Director		
	Approved	7,696,144,693	votes	equivalent to	90.1556
	Disapproved	19,963,509	votes	equivalent to	0.2338
	Abstained	820,396,359	votes	equivalent to	9.6104
9.	Mr. Metee Auapinyakul		Director		
	Approved	7,680,105,669	votes	equivalent to	89.9678
	Disapproved	29,326,409	votes	equivalent to	0.3435
	Abstained	827,072,483	votes	equivalent to	9.6886
10.	Mr. Ongart Auapinyakul		Director		
	Approved	7,680,076,169	votes	equivalent to	89.9674
	Disapproved	29,326,409	votes	equivalent to	0.3435
	Abstained	827,101,983	votes	equivalent to	9.6890
11.	Mr. Verajet Vongkusolkit		Director		
	Approved	7,696,144,693	votes	equivalent to	90.1556
	Disapproved	19,963,509	votes	equivalent to	0.2338
	Abstained	820,396,359	votes	equivalent to	9.6104

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12.	Mr. Sarayuth Saengchan		Director		
	Approved	7,691,746,393	votes	equivalent to	90.1041
	Disapproved	19,755,409	votes	equivalent to	0.2314
	Abstained	825,002,759	votes	equivalent to	9.6644
13.	Mr. Sinon Vongkusolkit		Director		
	Approved	7,698,278,414	votes	equivalent to	90.1806
	Disapproved	19,041,210	votes	equivalent to	0.2230
	Abstained	819,184,937	votes	equivalent to	9.5962

8. To consider and approve the authorised directors of NewCo

Resolved to approve the authorised directors of NewCo, who can sign to bind NewCo as follows:

"Any two of the following four directors, Mr. Chanin Vongkusolkit or Mr. Metee Auapinyakul or Mr. Ongart Auapinyakul or Mr. Sinon Vongkusolkit, jointly sign together with the company's seal affixed."

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,694,172,725	votes	equivalent to	90.1325
Disapproved	11,997,100	votes	equivalent to	0.1405
Abstained	830,334,736	votes	equivalent to	9.7268

9. To consider and approve the determination of the directors' remuneration of NewCo

Resolved to approve the determination of the remuneration of the Board of Directors and the subcommittees of NewCo with details as follows:

Details of Remuneration	Baht
1. Board of Directors' Remuneration **1.1 Monthly compensation** - Payable on a monthly basis (Baht/month)	

Details of Remuneration	Baht
- Chairman	99,390
- Vice Chairman	87,920
- Non-executive directors	76,450
- Executive directors	76,450
1.2 Board Meeting Allowance - Payable on a per-meeting basis only upon attendance (Baht/meeting)	
- Chairman	49,700
- Vice Chairman	43,960
- Non-executive directors	38,225
2. Audit Committee Meeting Allowance - Payable on a per-meeting basis, only upon attendance (Baht/meeting)	
- Chairman	59,630
- Other directors	45,870
3. Meeting allowances for the Corporate Governance and Nomination Committee / the Compensation Committee / the Environment, Social and Governance Committee and the other committees which may be appointed by the Board of Directors if deemed necessary - Payable on a per-meeting basis, only upon attendance (Baht/meeting)	
- Chairman	49,700
- Other directors	38,225
4. Director Remuneration (Bonus)	one per cent of the dividend payable to the shareholders

In addition to the above remuneration, each director will receive other benefits, including annual medical check-up fee of Baht 50,000, and fees for attending seminars held by the Thai Institute of Directors Association (IOD) and other related institutions in accordance with NewCo's rules.

The Joint Shareholders' Meeting has resolved to approve this agenda with the vote of not less than two-thirds of the total votes of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,564,526,267	votes	equivalent to	88.6547
Disapproved	42,478,223	votes	equivalent to	0.4978
Abstained	863,101,732	votes	equivalent to	10.1153
Not entitled to vote	62,465,439	votes	equivalent to	0.7320

10. To consider and approve the appointment of the auditors and determination of the audit fees of NewCo

Resolved to approve the appointment of the auditors of PricewaterhouseCoopers ABAS Ltd. ("**PwC**") to be the auditors of NewCo for the fiscal year ended 31 December 2026 (i.e. the accounting period commencing from the amalgamation registration date and ending on 31 December 2026) and the determination of the audit fees, as detailed below:

1. Appointment of the following auditors of PwC to be the auditor of NewCo:

(1)	Ms. Amornrat Pearmpoonvatanasuk	Certified Public Accountant No.	4599
(2)	Ms. Rodjanart Banyatananusard	Certified Public Accountant No.	8435
(3)	Mr. Pongthavee Ratanakoses	Certified Public Accountant No.	7795
(4)	Mr. Boonrueng Lerdwiseswit	Certified Public Accountant No.	6552

Either one of the above auditors are authorised to singly act as the auditors and give opinions on the financial statements of NewCo. In the absence of the above auditors, PwC is authorised to appoint one other Certified Public Accountant within PwC to carry out the work.

2. Determination of the audit fees of NewCo for the fiscal year ended 31 December 2026 in the amount of Baht 2,520,000, excluding the audit fee for the Pro Forma financial statements, audit fee for transactions as of the amalgamation date and other services in relation to the amalgamation.

The Joint Shareholders' Meeting has resolved to approve this agenda with the majority vote of the shareholders of the Company and BPP attending the Joint Shareholders' Meeting as follows:

Approved	7,657,111,158	votes	equivalent to	89.7427
Disapproved	4,463,229	votes	equivalent to	0.0523
Abstained	870,715,508	votes	equivalent to	10.2049

11. Other businesses (if any)

- None -

Please be informed accordingly.

Sincerely yours,

- Mr. Sinon Vongkusolkit -

(Mr. Sinon Vongkusolkit)

Chief Executive Officer

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