

MADAME BIOSCIENCE

September 4, 2025

Subject : Invitation to the Extraordinary General Meeting of Shareholders No. 3/2025

To Shareholders of
Madame Bioscience Public Company Limited

Enclosure

1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2025
2. Summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited
3. Capital Increase Report Form (F53-4)
4. Information Memorandum on the issuance and offering of newly issued ordinary shares to a Private Placement of Madame Bioscience Public Company Limited
5. Proxy Form A, Form B and Form C for E-Meeting
6. Name of Independent Directors acting as proxy for the Extraordinary General Meeting No. 3/2025
7. Articles of Association of Global Consumer Public Company Limited relating to Shareholders' Meeting
8. Practical Guidance for E-Meeting
9. Registration Form for E-Meeting
10. Flow Chart for Attending E-Meeting
11. Form to submit questions in advance for E-Meeting

The Board of Directors of Madame Bioscience Public Company Limited (the “**Company**”) has resolved to convene an Extraordinary General Meeting of Shareholders No. 3/2025 on September 19, 2025, at 2:00 p.m. (Registration starts at 1:30 p.m.) by electronic meeting only (E-EGM) to consider the following agenda:

Agenda 1 To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2025 held on July 23, 2025.

Fact and Rationale

The Company has accurately prepared the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, held on July 23, 2025 and accordingly submitted a copy of such minutes to the Stock Exchange of Thailand within the prescribed time as required by laws and publicized it on the Company's website, details of such minutes are as per **Enclosure 1.**

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Opinion of the Board of Directors

The Board of Directors is of the opinion that the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2025, held on July 23, 2025, were recorded correctly and truthfully. Therefore, it is appropriate to propose the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2025 to the Shareholders' Meeting for approval.

Resolution

Resolution of this Agenda shall be approved by a majority vote of the shareholders attending the meeting and casting the vote.

- Agenda 2** To consider and approve the cancellation of the resolutions from the Extraordinary General Meeting of Shareholders No. 2/2025 for the following agendas: (1) Agenda 2: Changes in the par value of the Company's shares by consolidating them, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares; (2) Agenda 3: Reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital; (3) Agenda 4: Increase of the Company's registered capital, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital; and (4) Agenda 5: Allocation of newly issued ordinary shares under a General Mandate to a Private Placement and the cancellation of related actions.

Fact and Rationale

The Company has considered and determined that it can reach an agreement to proceed with the issuance and offering of newly issued ordinary shares to a Private Placement (PP) and the issuance and offering of Convertible Bonds (CB) to a Private Placement (PP) faster than waiting for the capital reduction process, which takes approximately 2 months and could result in delayed fundraising and impact the Company's business plan. Additionally, the issuance of Convertible Bonds is an appropriate option to reduce the Company's financial costs and provide the Company with a stable source of funding for a period of 5 years to be used for business expansion and to enhance its competitive potential.

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In this regard, it is proposed to the shareholders' meeting to consider and approve the cancellation of the resolutions of the Extraordinary General Meeting of Shareholders No. 2/2025, held on July 23, 2025, for Agenda 2, Agenda 3, Agenda 4, and Agenda 5, as follows:

Agenda 2 To consider and approve the change in the par value of the Company's shares by consolidating the shares, from the original par value of 0.50 Baht per share to a new par value of 1.50 Baht per share, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares.

Agenda 3 To consider and approve the reduction of the Company's registered capital by 1,538,713,260.90 Baht and the reduction of the Company's paid-up capital by 1,030,213,260.90 Baht by decreasing the par value of the Company's shares (par value reduction) from the original par value of 1.50 Baht per share to a new par value of 0.60 Baht per share. The capital from the paid-up capital reduction, amounting to 1,030,213,260.90 Baht, will be used to compensate for the share discount of 35,668,516.00 Baht and the Company's accumulated loss of 1,001,274,085.00 Baht, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital.

Agenda 4 To consider and approve the increase of the Company's registered capital by 68,680,884.00 Baht, with a par value of 0.60 Baht per share, by issuing 114,468,140 new ordinary shares with a par value of 0.60 Baht per share to support a General Mandate capital increase for offering to a private placement, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital.

Agenda 5 To consider and approve the allocation of newly issued ordinary shares under a General Mandate, not exceeding 114,468,140 shares with a par value of 0.60 Baht per share, to be offered to a private placement.

Opinion of the Board of Directors

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The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the cancellation of the resolutions from the Extraordinary General Meeting of Shareholders No. 2/2025 for the following agendas: (1) Agenda 2: Changes in the par value of the Company's shares by consolidating them, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares; (2) Agenda 3: Reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital; (3) Agenda 4: Increase of the Company's registered capital, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital; and (4) Agenda 5: Allocation of newly issued ordinary shares under a General Mandate to a Private Placement and the cancellation of related actions as proposed above.

Resolution

Resolution of this Agenda shall be approved by not less than three quarter (3/4) of the shareholders attending the meeting and having the right to vote.

In this regard, since Agenda 2, 3, 4, 5 and 6 are interrelated and mutually conditional, if any one of these agenda does not receive approval from the Extraordinary General Meeting of Shareholders No. 3/2025, the other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

Agenda 3 To consider and approve the issuance and offering of the Company's newly issued Convertible Bonds to a Private Placement (PP).

Fact and Rationale

To be used as working capital for the Company's business and to repay debenture debt, institutional debt, and trade creditors. In this regard, it is proposed to the shareholders' meeting to consider and approve the issuance and offering of the Company's newly issued convertible bonds ("**Convertible Bonds**") with a total offering value not exceeding 211,750,000.00 Baht (a total of 211,750 units, with an offering price of 1,000 Baht per unit) to a Private Placement (PP), namely Orion Global Partners Investment Management Limited ("ORION") (the "**Investor**"). This is a specific

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offering to institutional investors, with a number not exceeding 10 persons in any 4-month period, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565 Re: Application and Permission for Offering Newly Issued Debt Instruments to a Private Placement and the Offering of Convertible Bonds to Specific Persons ("**Notification TorJor. 16/2565**"). The said person is not a connected person to the Company in accordance with the Capital Market Supervisory Board Notification No. TorJor. 21/2551 Re: Rules on Connected Transactions and the Stock Exchange of Thailand Notification Re: Disclosure of Information and the Operations of Listed Companies on Connected Transactions B.E. 2546 (collectively referred to as the "**Connected Transaction Notifications**"). The conversion price of the Convertible Bonds is 0.70 Baht per share.

The Investor will be entitled to subscribe to the Convertible Bonds only if they subscribe to and are allocated newly issued ordinary shares offered to a Private Placement (PP), as will be proposed for approval at the Extraordinary General Meeting of Shareholders No. 3/2025.

In any event, the exercise of the conversion rights of the Convertible Bonds must not result in the holder of the Convertible Bonds holding shares of the Company in a manner that would trigger a mandatory tender offer for all the Company's securities, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers (including any amendments thereof).

Furthermore, since the Company has an accumulated loss as shown in the audited separate financial statements for the year 2024 as of December 31, 2024, and the reviewed separate financial statements as of March 31, 2025 the Company may set the conversion price of the Convertible Bonds below the par value of the Company, but not lower than 0.01 Baht per share. In this regard, the Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Limited Company Act stipulates that a company that has been operating for at least one year and has incurred losses may offer its shares at a price lower than the registered par value, but it must be approved by a resolution of the shareholders' meeting, and the exact discount rate must be specified).

The details are as specified in the Summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited (**Enclosure 2**) and the Capital Increase Report Form (F53-4) (**Enclosure 3**).

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The Investor intends to appoint one representative to be a member of the Board of Directors, which is in proportion to the shareholding. However, the said director will not have any part or role in the management of the Company.

In this regard, the Board of Directors deems it appropriate to propose to the shareholders' meeting to consider and approve the authorization for the Board of Directors and/or the Chairman of the Executive Committee and/or the Chief Executive Officer and/or the authorized directors of the Company and/or any person assigned by the Board of Directors or the Chairman of the Executive Committee or the Chief Executive Officer or the authorized directors of the Company, to have the power to determine the details, amend, or perform any necessary and related actions concerning the issuance and offering of the Convertible Bonds, to comply with the law, including but not limited to the following authorities:

- (1) To determine or amend the details, methods, and other relevant terms and conditions for the issuance and offering of the Convertible Bonds as appropriate, whether issued and offered at one time or multiple times, including but not limited to the terms and conditions of the Convertible Bonds, the issuance date of the Convertible Bonds, the par value of the Convertible Bonds, the offering price, the number of ordinary shares to accommodate the conversion of the Convertible Bonds, the interest rate, the calculation and method of interest payment, the conversion price, the conversion ratio, the conversion period, the redemption price, the redemption period, the expiration date of the conversion rights, the allocation method for the Convertible Bonds, or the determination of events that require the Company to issue additional new shares to accommodate changes in the conversion rights, and the conditions for adjusting the conversion rights. In this regard, the Board of Directors and/or the Chairman of the Executive Committee and/or the Chief Executive Officer and/or the authorized directors of the Company and/or any person assigned by the Board of Directors or the Chairman of the Executive Committee or the Chief Executive Officer or the authorized directors of the Company, as authorized representatives, shall set the conversion price at the best possible price based on market conditions during the period when the Convertible Bonds holders exercise their conversion rights, in order to preserve the best interests of the Company and the shareholders as a whole.

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- (2) To appoint advisors and various persons (e.g., financial advisors and legal advisors) related to contacting, providing information, and submitting documents, applications, waiver requests, and evidence to relevant government agencies, or in any other case related to the issuance and offering of the Convertible Bonds, as deemed appropriate.
- (3) To negotiate, agree, enter into, amend, supplement, and sign contracts, applications for permission, waiver requests, evidence, disclosure of information, reports on sales results, and other documents necessary and related to the issuance, offering, and allocation of the Convertible Bonds and the allocation of newly issued ordinary shares to accommodate the conversion rights of the Convertible Bonds holders, including contacting, submitting, amending, supplementing, and signing applications for permission, waiver requests, evidence, disclosure of information, reports on sales results, and other documents to the Office of the Securities and Exchange Commission, the Stock Exchange of Thailand, government agencies, and/or other agencies related to the issuance and offering of the Convertible Bonds, and the listing of the newly issued ordinary shares from the conversion rights on the Stock Exchange of Thailand.
- (4) To perform any other necessary and appropriate actions related to the issuance, offering, and allocation of the Convertible Bonds to successfully complete the aforementioned operations.

Opinion of the Board of Directors

The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the issuance and offering of the Company's newly issued convertible bonds with a total offering value not exceeding 211,750,000.00 Baht to a Private Placement (PP), namely Orion Global Partners Investment Management Limited. This is a specific offering to institutional investors, with a number not exceeding 10 persons in any 4-month period, in accordance with Notification TorJor. 16/2565. The said person is not a connected person to the Company in accordance with Connected Transaction Notifications. The conversion price of the Convertible Bonds is 0.70 Baht per share, including all related authorizations as proposed above.

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Resolution

Resolution of this Agenda shall be approved by not less than three quarter (3/4) of the shareholders attending the meeting and having the right to vote.

In this regard, since Agenda 2, 3, 4, 5 and 6 are interrelated and mutually conditional, if any one of these agenda does not receive approval from the Extraordinary General Meeting of Shareholders No. 3/2025, the other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

Agenda 4 To consider and approve the increase of the Company's registered capital, and to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital.

Fact and Rationale

To be used as working capital for the Company's business and To repay debenture debt, institutional debt, and trade creditors. In this regard, it is proposed to the shareholders' meeting to consider and approve the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, divided into 5,129,044,203 ordinary shares with a par value of 0.50 Baht per share, to a new registered capital of 3,018,272,101.50 Baht, divided into 6,036,544,203 ordinary shares with a par value of 0.50 Baht per share, by issuing not exceeding 907,500,000 new ordinary shares with a par value of 0.50 Baht per share, with details as follows:

- (1) To accommodate the issuance and offering of newly issued ordinary shares to a Private Placement (PP) not exceeding 605,000,000 shares.
- (2) To accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP) not exceeding 302,500,000 shares.

The details are as shown in the Capital Increase Report Form (F53-4) (Enclosure 3).

Furthermore, in order to comply with the law, it was resolved to approve the proposal to the Extraordinary General Meeting of Shareholders No. 3/2025 to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase in registered capital, by replacing the existing text with the following:

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| | | |
|-------------------------------|-----------------------|--|
| “Clause 4. Registered capital | 3,018,272,101.50 baht | (Three billion eighteen million two hundred seventy-two thousand one hundred one Baht and fifty Satang) |
| Divided into | 6,036,544,203 shares | (Six billion thirty-six million five hundred forty-four thousand two hundred three shares) |
| Par value per share | 0.50 baht | (Fifty Satang) |
| Divided into: | | |
| Ordinary share | 6,036,544,203 shares | (Six billion thirty-six million five hundred forty-four thousand two hundred three shares) |
| Preferred share | - shares | (-)” |

This also includes the authorization for the Company's authorized directors and/or any person assigned by the Company's authorized directors to have the power to consider and determine the terms and details of the actions related to the said capital increase, as well as to amend words or texts in the minutes of the shareholders' meeting, the Memorandum of Association, and/or various applications and/or to perform any actions to comply with the registrar's orders in filing for the registration of the capital increase and the amendment of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

Opinion of the Board of Directors

The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, to a new registered capital of 3,018,272,101.50 Baht, by issuing not exceeding 907,500,000 new ordinary shares with a par value of 0.50 Baht per share and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase in registered capital, including all related authorizations as proposed above.

Resolution

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Resolution of this Agenda shall be approved by not less than three quarter (3/4) of the shareholders attending the meeting and having the right to vote.

In this regard, since Agenda 2, 3, 4, 5 and 6 are interrelated and mutually conditional, if any one of these agenda does not receive approval from the Extraordinary General Meeting of Shareholders No. 3/2025, the other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

Agenda 5 To consider and approve the allocation of the Company's newly issued ordinary shares to be offered to a Private Placement (PP).

Fact and Rationale

According to Agenda 4, which considered and approved the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, to a new registered capital of 3,018,272,101.50 Baht, by issuing not exceeding 907,500,000 new ordinary shares with a par value of 0.50 Baht per share.

In this regard, it is proposed to the shareholders' meeting to consider and approve the allocation of the Company's newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 605,000,000 shares , with a par value of 0.50 Baht per share, as a specific offering to a Private Placement, namely Orion Global Partners Investment Management Limited (the "**Investor**"), which is not a related person to the Company in accordance with the Connected Transaction Notifications. The issuance of these newly issued ordinary shares is an offering for which the Board of Directors has resolved to propose to the shareholders' meeting to consider and determine a clear offering price of 0.192 Baht per share, which is not less than 90% of the market price. After this capital increase to the Private Placement, the Company will receive total funds of 116,160,000.00 Baht, and the Investor will hold no more than 605,000,000 shares in the Company, or approximately 14.98% of the total paid-up shares. This is in accordance with the criteria of the Capital Market Supervisory Board Notification No. TorJor. 28/2565 Re: Permission for a Listed Company to Offer Newly Issued Shares to a Private Placement, dated December 28, B.E. 2565 (and as amended) ("**Notification TorJor. 28/2565**").

Furthermore, since the Company has an accumulated loss as shown in the audited separate financial statements for the year 2024 as of December 31, 2024, and the reviewed separate

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financial statements as of March 31, 2025, the Company may set the offering price of the newly issued shares below the par value of the Company, but not lower than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Limited Company Act stipulates that a company which has been operating for at least one year and has incurred losses may offer its shares at a price lower than the registered par value, but it must be approved by a resolution of the shareholders' meeting and the exact discount rate must be specified).

The market price is calculated from the weighted average price of the Company's shares on the Stock Exchange of Thailand ("SET") for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares, which was between July 18, 2025 and August 8, 2025, with a price of 0.21 Baht per share (information from the SET).

According to Notification TorJor. 28/2565, the Company must complete the share offering within the period approved by the shareholders' meeting, but not exceeding 3 months from the date the shareholders' meeting passes a resolution to approve the offering of the new shares. Alternatively, the Company must complete the share offering within 12 months from the date the shareholders' meeting passes a resolution to approve the offering of the shares, in cases where the shareholders have clearly resolved that after the aforementioned 3-month period, the Board of Directors can determine the offering price according to the market price at the time of the offering. Therefore, after the 3-month period from the date the shareholders' meeting resolves to approve the offering of the new shares, the Board of Directors can determine the offering price according to the market price at the time of the offering.

The Investor has no other related persons who hold shares in the Company, meaning there is no other person with a relationship or acting in concert (Concert Party), or no person under Section 258 of the Securities and Exchange Act B.E. 2535 (and any amendments thereof), or no person holding shares as a nominee, which would result in the necessity to include the holding of the Company's securities. After acquiring the new shares, the Investor therefore has no duty to make a tender offer for all the Company's securities, as the acquisition of the Company's shares does not reach 25% of the total voting rights of the Company, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the

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Acquisition of Securities for Business Takeovers dated May 13, B.E. 2554 (and any amendments thereof).

Furthermore, the Board of Directors has approved the authorization for the Board of Directors and/or the Chairman of the Executive Committee and/or the Chief Executive Officer and/or the authorized directors of the Company and/or any person assigned by the Board of Directors or the Chairman of the Executive Committee or the Chief Executive Officer or the authorized directors of the Company to have the power to perform any actions related to the issuance, offering, allocation, and subscription of the said newly issued ordinary shares, including but not limited to the following actions:

- (1) To consider and determine and/or amend other necessary details related to the allocation of the said newly issued ordinary shares of the Company as appropriate, and as long as it does not contradict or conflict with relevant notifications, rules, or laws. To determine and amend the subscription and offering dates for the newly issued ordinary shares. To determine the payment for shares, and to consider setting the allocation and subscription period as a single tranche or multiple tranches.
- (2) To contact, negotiate, enter into, sign, and amend contracts, applications for permission, waiver requests, notifications, and evidence necessary and related to the allocation of the said newly issued ordinary shares of the Company, including but not limited to the share subscription agreement, the relevant registration with the Ministry of Commerce, and to contact and submit applications for permission, waiver requests, notifications, documents, and evidence to the SEC Office, the SET, government agencies, or other agencies related to the amendment or change of the application or text in the relevant documents, as well as the listing of the said newly issued ordinary shares on the SET as listed securities.
- (3) To perform any other necessary and related actions to successfully complete the allocation of the Company's newly issued ordinary shares, as mentioned above. To appoint and assign other suitable persons to be sub-authorized representatives for the aforementioned actions.

The details of the issuance and offering of newly issued ordinary shares to a Private Placement are as shown in the Capital Increase Report Form (F53-4) (**Enclosure 3**) and the Information

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Memorandum on the issuance and offering of newly issued ordinary shares to a Private Placement of Madame Bioscience Public Company Limited (**Enclosure 4**).

Opinion of the Board of Directors

The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the allocation of the Company's newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 605,000,000 shares, with a par value of 0.50 Baht per share, as a specific offering to a Private Placement, namely Orion Global Partners Investment Management Limited, which is not a related person to the Company in accordance with the Connected Transaction Notifications. The issuance of these newly issued ordinary shares is an offering for which the Board of Directors has resolved to propose to the shareholders' meeting to consider and determine a clear offering price of 0.192 Baht per share, which is not less than 90% of the market price, including all related authorizations as proposed above.

Resolution

Resolution of this Agenda shall be approved by a majority vote of the shareholders attending the meeting and casting the vote.

In this regard, since Agenda 2, 3, 4, 5 and 6 are interrelated and mutually conditional, if any one of these agenda does not receive approval from the Extraordinary General Meeting of Shareholders No. 3/2025, the other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

Agenda 6 To consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the exercise of rights of the Company's newly issued Convertible Bonds to a Private Placement (PP).

Fact and Rationale

According to Agenda 4, which considered and approved the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, to a new registered capital of 3,018,272,101.50 Baht, by issuing not exceeding 907,500,000 new ordinary shares with a par value of 0.50 Baht per share.

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In this regard, it is proposed to the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 302,500,000¹ shares, with a par value of 0.50 Baht per share, to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP), namely Orion Global Partners Investment Management Limited (the "**Investor**"), which is a specific offering to institutional investors with a number not exceeding 10 persons in any 4-month period, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565. The said person is not a related person to the Company in accordance with the Connected Transaction Notifications, with the conversion price of the Convertible Bonds being 0.70 Baht per share.

In any event, the exercise of the conversion rights of the Convertible Bonds must not result in the holder of the Convertible Bonds holding shares of the Company in a manner that would trigger a mandatory tender offer for all the Company's securities, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers (including any amendments thereof).

Furthermore, since the Company has an accumulated loss as shown in the audited separate financial statements for the year 2024 as of December 31, 2024, and the reviewed separate financial statements as of March 31, 2025, the Company may set the conversion price of the Convertible Bonds below the par value of the Company, but not lower than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act (Section 52 of the Public Limited Company Act stipulates that a company that has been operating for at least one year and has incurred losses may offer its shares at a price lower than the registered par value,

¹ The number of newly issued ordinary shares allocated to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP) is 302,500,000 shares. This, when combined with the number of shares allocated to accommodate the exercise of rights of all the Company's convertible securities, including: (1) warrants to purchase ordinary shares of Madame Bioscience Public Company Limited No. 6 (MADAME-W6) (formerly warrants to purchase ordinary shares of Global Consumer Public Company Limited No. 6 (GLOCON-W6)) totaling 1,665,000,000 shares, and (2) Convertible Bonds to be issued and offered pursuant to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2025 held on March 7, 2025, totaling 30,000,000 shares, results in a total of 1,997,500,000 shares. This represents 49.45% of the total paid-up shares of the Company as of the Board of Directors Meeting No. 11/2025 on August 13, 2025, and when combined with the shares allocated to the Private Placement (PP) to be issued concurrently with this Convertible Bonds offering (the "total paid-up shares of the Company"), does not exceed 50% of the total paid-up shares of the Company

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but it must be approved by a resolution of the shareholders' meeting and the exact discount rate must be specified).

The details are as specified in the Summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited (Enclosure 2) and the Capital Increase Report Form (F53-4) (Enclosure 3).

Opinion of the Board of Directors

The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 302,500,000 shares, with a par value of 0.50 Baht per share, to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP), namely Orion Global Partners Investment Management Limited, which is a specific offering to institutional investors with a number not exceeding 10 persons in any 4-month period, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565. The said person is not a related person to the Company in accordance with the Connected Transaction Notifications, with the conversion price of the Convertible Bonds being 0.70 Baht per share as proposed above.

Resolution

Resolution of this Agenda shall be approved by a majority vote of the shareholders attending the meeting and casting the vote.

In this regard, since Agenda 2, 3, 4, 5 and 6 are interrelated and mutually conditional, if any one of these agenda does not receive approval from the Extraordinary General Meeting of Shareholders No. 3/2025, the other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

Agenda 7 To consider other matters (if any)

As a result, the Board of Directors has determined the Record Date for the Extraordinary General Meeting No. 3/2025 on August 28, 2025 and to compile the list in accordance with Section 225 of the Securities and Exchange Act. Thailand 1992

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Therefore, please be invited to attend the Extraordinary General Meeting No. 3/2025, which will be arranged as E-Meeting on the aforementioned date and time and in order to facilitate the registration to attend the shareholders' meeting as E-Meeting, the Company would like to request that the shareholders follow the practical guidance for E-Meeting Enclosure 8.

In the event any shareholder who cannot personally attend the shareholders' meeting, such shareholder can grant proxy to other or to independent director, whose names are listed in the Names of Independent Directors acting as proxy for the Extraordinary General Meeting No. 3/2025, Enclosure 6, by completing and executing the Proxy Form A, Form B and Form C for E-Meeting, Enclosure 5, which can be downloaded from the Company's website (<http://www.glocon.co.th>), and please only use either one of these forms.

Sincerely yours,

Two handwritten signatures in blue ink. The first signature is stylized and appears to be 'SN'. The second signature is more cursive and appears to be 'ABT'.

(Mr. Tharakorn Junkerd and Ms. Ingfa Petvipusit)

Authorized Director

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Enclosure 1

Extraordinary General Meeting Minutes No. 2/2025

Global Consumer Public Company Limited

60 Soi Pradit Manutham 19, Pradit Manutham Road, Lat Phrao Subdistrict, Lat Phrao District, Bangkok 10230

(E-Meeting)

Time and Location: The Extraordinary General Meeting No. 2/2025 of Global Consumer Public Company Limited was held on July 23, 2025, at 2:00 PM. The company held the meeting at the main conference room located at 60 Soi Pradit Manutham 19, Pradit Manutham Road, Lat Phrao Subdistrict, Lat Phrao District, Bangkok 10230, in an electronic meeting format (E-Meeting).

Director Present

- | | | |
|----|---------------------------|---|
| 1. | Mr. Chumpol Rimsakorn | Chairman and Independent Director |
| 2. | Mr. Anant Sirisaengtaksin | Audit Committee Chairman and Independent Director |
| 3. | Miss Aingfa Petvipusit | Director, Executive Director and Acting Chief Executive Officer |

Director Present (Online)

- | | | |
|----|--------------------------|---|
| 1. | Miss Chularat Suteethorn | Audit Committee Member and Independent Director |
| 2. | Ms. Rossiri Ratanaprukse | Audit Committee Member and Independent Director |
| 3. | Mr. Akarat Vanarat | Director |
| 4. | Mr. Tharakorn Junkerd | Director /Meeting Recorder |

Executive Present

- | | | |
|----|--------------------------|--|
| 1. | Mr. Kasem Paibulsirichit | Executive Director and Chief Financial Officer |
|----|--------------------------|--|

Other Participants

- | | | |
|----|--------------------------|--|
| 1. | Mr. Nevin Navadech | Financial Advisor from Fynncorp Advisory Company Limited |
| 2. | Mr. Pitsinee Wongpramote | Moderator (The MC) |

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Meeting Commencement The master of ceremonies announced that this was the Extraordinary Shareholders' Meeting No. 2/2025, with Mr. Chumpol Rimsakorn, the Chairman of the Board, serving as the meeting chairman. At present, there are 32 shareholders present in person and by proxy, representing 1,389,225,170 shares, which is 40.4545% of the total 3,434,044,203 issued shares, constituting a quorum according to the Public Limited Companies Act B.E. 2535 and the company's articles of association.

The chairman opened the meeting and asked the master of ceremonies to explain the voting and vote counting procedures.

The master of ceremonies explained the voting and vote counting procedures, as well as the methods for questioning and expressing opinions during each agenda item.

The chairman began the meeting according to the meeting agenda as follows:

Agenda 1 To consider and approve the Minutes of the Annual General Meeting of Shareholders for 2025, held on April 22, 2025

The Company has accurately prepared the Minutes of the Annual General Meeting of Shareholders for 2025, held on April 22, 2025 and accordingly submitted a copy of such minutes to the Stock Exchange of Thailand and the Department of Business Development, the Ministry of Commerce within the prescribed time as required by laws and publicized it on the Company's website, details of such minutes are as per Enclosure 1.

For this agenda item, the Board of Directors is of the opinion that the Minutes of the Annual General Meeting of Shareholders for 2025, held on April 22, 2025, were recorded correctly and truthfully. Therefore, it is appropriate to propose the Minutes of the Annual General Meeting of Shareholders for 2025 to the Shareholders' Meeting for approval. Meeting of Shareholders No. 3/2024 to the Shareholders' Meeting for approval.

Voting for this agenda item requires a majority vote of the total votes of the shareholders present and eligible to vote.

The Chairman opened the floor for questions and comments. As no shareholders raised any questions or comments, the Chairman proposed that the meeting approve the Minutes of the Annual General Meeting of Shareholders for 2025, held on April 22, 2025

Resolution After consideration, the meeting unanimously approved the minutes of the Extraordinary General Meeting No. 3/2024 held on November 21, 2024, with the following voting results:

Approved 1,390,830,270 votes equivalent to 100.0000

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| | | | |
|-------------|---|-------|----------------------|
| Disapproved | 0 | votes | equivalent to 0.0000 |
| Abstained | 0 | votes | equivalent to 0.0000 |
| Voided | 0 | votes | equivalent to 0.0000 |

from the total voting right of 1,390,830,270 of the shareholders who attend the meeting and have the right to vote.

Agenda 2 To consider and approve the change in the par value of the Company's shares by means of a reverse stock split, and to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares.

The Company intends to change the par value of its shares by means of a Company share reverse stock-split, and amend Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares. This is to prepare for the reduction of registered capital and paid-up capital by decreasing the par value of shares to offset accumulated losses, as will be proposed for further consideration in Agenda 3.

In this regard, it is proposed to the shareholders' meeting to consider and approve the change in the par value of the Company's shares by means of a reverse stock split, from an original par value of 0.50 baht per share to a par value of 1.50 baht per share. This will result in a reduction of the Company's total shares by 3,419,362,802 shares, from an original 5,129,044,203 shares at a par value of 0.50 baht per share to 1,709,681,401 shares at a par value of 1.50 baht per share. This change in the par value of the Company's shares will lead to a decrease in the number of shares held by each shareholder at a ratio of 3 existing ordinary shares to 1 new ordinary share, as follows:

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| | <u>Before</u> the change of par value of shares | <u>After</u> the change of par value of shares |
|-------------------------------|--|---|
| Registered capital* | 2,564,522,101.50 baht | 2,564,522,101.50 baht |
| Paid-up capital | 1,717,022,101.50 baht | 1,717,022,101.50 baht |
| Number of registered shares * | 5,129,044,203 shares | 1,709,681,401 shares |
| Number of paid-up shares | 3,434,044,203 shares | 1,144,681,401 shares |
| Par value of shares | 0.50 baht / shares | 1.50 baht / shares |

Remark*:

1. After the aforementioned change in the par value of the Company's shares by reverse stock-split, the unissued ordinary shares reserved to accommodate the exercise of conversion rights for Convertible Bonds and Warrants to purchase ordinary shares of the Company No. 6 (GLOCON-W6) will total 565,000,000 shares with a par value of 1.50 baht per share (originally 1,695,000,000 shares with a par value of 0.50 baht per share). These shares are divided as follows:
 - (5) To accommodate the exercise of conversion rights for Convertible Bonds No. 1/2025, as per the resolution of the Extraordinary General Meeting of Shareholders No. 1/2025 held on March 7, 2025 (“EGM 1/2568”), totaling 10,000,000 shares with a par value of 1.50 baht per share (originally 30,000,000 shares with a par value of 0.50 baht per share).
 - (6) To accommodate the exercise of rights for Warrants to purchase ordinary shares of the Company No. 6 (GLOCON-W6), as per the resolution of EGM 1/2568, totaling 555,000,000 shares with a par value of 1.50 baht per share (originally 1,665,000,000 shares with a par value of 0.50 baht per share).

Moreover, the calculation for changing the par value of shares from 0.50 baht per share to 1.50 baht per share will result in some shareholders having fractional existing shares insufficient to be converted into new shares. These fractional shares from the calculation will be rounded down. For the calculation involved in changing the par value of shares and rounding down fractional shares, the Company will assign Thailand Securities Depository Co., Ltd. (“TSD”), which serves as the Company's share registrar, to perform the calculation according to TSD's system.

To protect the rights of shareholders affected by such fractional shares, shareholders may buy or sell odd lots on the Stock Exchange of Thailand (“SET”) to ensure they have enough shares for an even reverse stock split calculation before the Company's change in par value takes effect. However, for shareholders whose fractional existing shares are insufficient to be converted into new shares and are subsequently rounded down after the calculation, the Company is pleased to pay cash compensation for the rounded-down

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fractional existing shares at a price of 0.50 baht per share (equivalent to the Company's original par value).

Each affected shareholder can claim compensation for fractional shares using the following methods:

- (1) Claim cash compensation for fractional shares in person at the Company's office, located at No. 60, 2nd Floor, Soi Pradit Manu Tham 19, Pradit Manu Tham Road, Lat Phrao Sub-district, Lat Phrao District, Bangkok 10230
- (2) Notify the Company in writing via postal mail or email at ir@glocon.co.th of their intention to receive compensation for fractional shares by bank transfer. Please attach valid identification documents of the shareholder (e.g., a copy of a National ID Card, government official ID card, state enterprise employee ID card, passport, or company registration certificate, etc.) along with a copy of the bank account passbook for the desired transfer. The name of the bank account holder must match the shareholder's name. The Company will transfer the fractional share compensation once the submitted information has been verified for accuracy.

Shareholders must claim cash compensation for fractional shares in person or notify the Company of their intention to receive compensation via bank transfer within one month from the date the Company's change in par value is registered with the Department of Business Development, Ministry of Commerce. This is expected to be between July and September 2025. The Company will announce further details through the SET's news dissemination system. If any shareholder fails to claim cash compensation or notify the Company of their intention to receive compensation via bank transfer within the specified period, the Company will consider that shareholder to have waived their right to receive such cash compensation.

The Executive Committee or any person assigned by the Executive Committee are authorized to take all necessary and appropriate actions regarding the change in the par value of shares by reverse stock split. This includes, but is not limited to, setting conditions and other details for paying compensation for rounded-down fractional shares, and notifying or seeking permission from any relevant agencies to comply with applicable laws and/or regulations.

Additionally, to comply with the law, it is resolved to propose to the shareholders' meeting for consideration and approval an amendment to Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares, by adopting the following new text:

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| | | | |
|------------|---------------------|-----------------------|--|
| “Clause 4. | Registered capital | 2,564,522,101.50 baht | (Two thousand five hundred sixty-four million five hundred twenty-two thousand one hundred one baht and fifty satang) |
| | Divided into | 1,709,681,401 shares | (One thousand seven hundred nine million six hundred eighty-one thousand four hundred one shares) |
| | Par value per share | 1.50 baht | (One baht and fifty satang) |
| | Divided into: | | |
| | Ordinary share | 1,709,681,401 shares | (One thousand seven hundred nine million six hundred eighty-one thousand four hundred one shares) |
| | Preferred share | - shares | (-)” |

This includes authorizing the Company's authorized directors and/or individuals delegated by the Company's authorized directors to determine the conditions and details for actions related to the aforementioned change in the par value of shares. This also includes amending wording or text in shareholder meeting minutes, the Memorandum of Association, and/or various applications, and/or taking any actions to comply with the registrar's orders for registering the change in par value and amending the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

Additionally, with the Company's change in par value as mentioned above, the Company must adjust the minimum conversion price and conversion ratio of the Convertible Bonds No. 1/2025, under the terms and conditions governing the rights and duties of the issuer of Convertible Bonds and holders of Convertible Bonds of Global Consumer Public Company Limited ("**Terms of Convertible Bonds No. 1/2025**"). This is to protect the interests of Convertible Bondholders, with details and the calculation formula as follows:

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| | Before Rights Adjustment Par value 0.50 baht per share | After Rights Adjustment Par value 1.50 baht per share |
|--|---|---|
| Minimum Conversion Price | 3.00 baht per share | 9.00 baht per share |
| Conversion Ratio (Referencing Minimum Conversion Price) | 1 unit of Convertible Bond per 333 ordinary shares of the Company | 1 unit of Convertible Bond per 111 ordinary shares of the Company |

Remark:

1. The changes in the minimum conversion price and conversion ratio will take immediate effect once the new par value becomes effective, as published through the SET's information dissemination system.
2. If the number of shares calculated from the exercise of conversion rights of Convertible Bonds No. 1/2025 results in fractional shares, those fractional shares should be rounded down.

Additionally, the Company must adjust the exercise price and exercise ratio for the Warrants to purchase ordinary shares of the Company No. 6 (GLOCON-W6) under the terms and conditions governing the rights and duties of the issuer of warrants and holders of Warrants to purchase ordinary shares of Global Consumer Public Company Limited No. 6 (GLOCON-W6) ("GLOCON-W6 Terms"). This is to protect the interests of warrant holders, with details and the calculation formula as follows:

| | Before Rights Adjustment Par value 0.50 baht per share | After Rights Adjustment Par value 1.50 baht per share |
|----------------|---|--|
| Exercise Price | 0.25 baht per share | 0.75 baht per share |
| Exercise Ratio | 1 warrant unit per 1 ordinary share of the Company | 1 warrant unit per 0.333333 ordinary shares of the Company |

Remark:

1. The changes in the exercise price and exercise ratio will take immediate effect once the new par value becomes effective, as published through the SET's information dissemination system.
2. If the number of shares calculated from the exercise of warrants results in fractional shares, those fractional shares should be rounded down.

For this agenda, the Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting for consideration and approval of the change in the par value of the Company's shares by means of a Company share reverse stock-split, and to approve the amendment to Clause

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4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares. This is to ensure that any necessary and appropriate actions related to the change in the par value of shares, including the registration of the change in par value and amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, proceed smoothly and conveniently, including all related authorizations as proposed above.

Voting for this agenda shall be approved by not less than three-quarters (3/4) of the shareholders attending the meeting and having the right to vote.

The Chairman opened the floor for questions and comments.

Mr. Songpol Sukontapong, the proxy of the Thai Investors Association, inquired at the meeting as to whether the Company had any measures in place to prevent potential losses resulting from the rounding down of share fractions, particularly in the case of minority shareholders holding a small number of shares. He further asked why the Company opted not to allocate fractional shares, but instead chose to compensate shareholders with a cash payment of Baht 0.50 per fractional share, which may be lower than the prevailing market price.

Mr. Naveen Navadecho responded to the inquiry by stating that the Company has prepared measures to ensure fair and equal treatment for all shareholders, as follows:

1.The Company had informed shareholders in advance of the share consolidation plan in a clear and timely manner, allowing shareholders sufficient time to manage any odd-lot shares by buying or selling them on the Stock Exchange of Thailand before the change in par value became effective. This measure was intended to give shareholders the opportunity to adjust their shareholding so that the total number of shares would be divisible by three, thereby avoiding the creation of odd-lot shares (e.g., by buying or selling 1–2 additional shares to make the total divisible by 3).

2.For cases in which odd-lot shares still remain after the consolidation, the Company is pleased to offer cash compensation to affected shareholders for the fractional shares that are rounded down. This measure serves as a remedy and safeguard to minimize any potential losses incurred by shareholders.

Reasons for not allocating fractional shares and for determining the compensation at Baht 0.50 per fractional share:

- If the Company were to issue new shares to cover all such fractions, it would create uncertainty in the calculation of the number of additional shares required, which is not practical in implementation. Moreover, the Company has assigned Thailand Securities Depository Co., Ltd. (“TSD”), the Company’s share registrar, to manage the calculations using TSD’s standardized and widely accepted system.

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- Paying compensation in cash is the clearest, most convenient, and most commonly adopted method among listed companies for this type of transaction. It allows shareholders to receive tangible compensation that can be used immediately.

- The compensation of Baht 0.50 per fractional share is equivalent to the Company's original par value per share. Using the par value as the basis for compensation reflects the actual capital contributed by shareholders for each share, and provides a fair and stable valuation, rather than relying on daily market price fluctuations.

Mr. Songpol Sukontapong, the proxy from the Thai Investors Association, further asked the meeting how the Company plans to manage the risks of reduced liquidity and price volatility resulting from the decrease in the number of issued shares, which would drop from 5,129 million shares to only 1,709 million shares after the 3-to-1 share consolidation.

Mr. Naveen Navadecho responded that although the share consolidation would reduce the number of outstanding shares, the primary objective is to increase the par value per share, which is expected to lead to a proportional increase in the share's market price.

He added that the share consolidation is part of a broader capital restructuring plan to be proposed under the next agenda item. This plan includes the reduction of registered and paid-up capital to eliminate the Company's accumulated losses and share discount, which will strengthen the Company's financial position, remove accounting limitations, and better prepare the Company for future dividend payments when profits are realized.

The Company believes that these capital restructuring measures will enhance its fundamentals and serve as the most important mechanism to stabilize the share price and attract liquidity back to the Company's stock.

Mr. Piyapong Prasatthong, a shareholder attending the meeting in person, asked whether the Company would adjust the conversion rights of the convertible debentures and the exercise terms of the warrants (GLOCON-W6).

Mr. Naveen Navadecho responded that the Company will proceed with the adjustment of rights in accordance with the terms and conditions of Convertible Debentures No. 1/2025, as follows:

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| | Before Rights Adjustment Par value 0.50 baht per share | After Rights Adjustment Par value 1.50 baht per share |
|---|---|---|
| Minimum Conversion Price | 3.00 baht per share | 9.00 baht per share |
| Conversion Ratio (Referencing Minimum Conversion Price) | 1 unit of Convertible Bond per 333 ordinary shares of the Company | 1 unit of Convertible Bond per 111 ordinary shares of the Company |

The Company shall proceed with the adjustment of rights in accordance with the terms and conditions of GLOCON-W6 as follows:

| | Before Rights Adjustment Par value 0.50 baht per share | After Rights Adjustment Par value 1.50 baht per share |
|----------------|---|--|
| Exercise Price | 0.25 baht per share | 0.75 baht per share |
| Exercise Ratio | 1 warrant unit per 1 ordinary share of the Company | 1 warrant unit per 0.333333 ordinary shares of the Company |

No shareholders raised any questions or comments

The Chairman proposed that the meeting consider and approve the change in the par value of the Company's shares by means of a reverse stock split, and consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares including the relevant delegation of authority

Resolution: After consideration, the meeting unanimously approved the change in the par value of the Company's shares by means of a reverse stock split, and consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares and Including the relevant delegation of authority with the following votes:

| | | | |
|-------------|---------------|-------|------------------------|
| Approved | 1,390,830,270 | votes | equivalent to 100.0000 |
| Disapproved | 0 | votes | equivalent to 0.0000 |
| Abstained | 0 | votes | equivalent to 0.0000 |

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Voided 0 votes equivalent to 0.0000

from the total voting right of 1,390,830,270 of the shareholders who attend the meeting and have the right to vote.

Agenda 3 **To consider and approve the reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital.**

The presenter informed the meeting that to offset the share discount and the Company's accumulated losses, totaling 1,036,942,601.00 baht, as appeared in the Company-only financial statements as of March 31, 2025. Therefore, to prepare and enable the Company to pay dividends when it has sufficient operating profit and cash flow, which will benefit shareholders as a whole, and for the Company's capital management, as well as to improve the Company's financial ratios, the Company intends to reduce its registered capital and paid-up capital by decreasing the par value of the Company's shares, and amend Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital.

In this regard, it is proposed to the shareholders' meeting to consider and approve the reduction of the Company's registered capital by 1,538,713,260.90 baht, from the existing registered capital of 2,564,522,101.50 baht to 1,025,808,840.60 baht. Also, approve the reduction of the Company's paid-up capital by 1,030,213,260.90 baht, from the existing paid-up capital of 1,717,022,101.50 baht to 686,808,840.60 baht, by decreasing the par value of the Company's shares (par value reduction) from 1.50 baht per share to 0.60 baht per share. The capital obtained from this paid-up capital reduction, totaling 1,030,213,260.90 baht, will be used to offset share discount amounting to 35,668,516.00 baht and compensate for the Company's accumulated losses totaling 1,001,274,085.00 baht. The number of ordinary shares will remain unchanged at 1,709,681,401 shares. Following this action, the Company will still have remaining accumulated losses of 6,729,340.10 baht.

This capital reduction will have no impact on the value of the Company's shareholders' equity, which will remain unchanged. The intrinsic value of the Company's shares will also remain the same. This capital reduction is merely an accounting adjustment, with details as follows:

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| (Unit: Baht) | Separate financial statements Information as of March 31, 2025 | | |
|----------------------------|--|--------------------|------------------|
| | Before Reduction | Change | After Reduction |
| Par Value | 1.50 | (0.90) | 0.60 |
| Registered Capital | 2,564,522,101.50 | (1,538,713,260.90) | 1,025,808,840.60 |
| Paid-up Capital | 1,717,022,101.50 | (1,030,213,260.90) | 686,808,840.60 |
| Share Discount | (35,668,516.00) | 35,668,516.00 | 0.00 |
| Accumulated Deficit | (1,001,274,085.00) | 994,544,744.90 | (6,729,340.10) |
| Total Shareholders' Equity | 680,079,500.50 | 0.00 | 680,079,500.50 |

Additionally, the aforementioned reduction of the Company's registered and paid-up capital does not decrease the capital to less than one-fourth of the total capital, in accordance with Section 139 of the Public Limited Companies Act B.E. 2535 (as amended) ("**Public Limited Companies Act**"). Upon receiving approval from the Company's shareholders' meeting, the Company will send written notification of the capital reduction resolution to its creditors within 14 days from the date of the shareholders' resolution. Creditors will have 2 months from the date of receiving the notification to submit any objections. The Company will also advertise the resolution in a newspaper or on the Company's website (<https://www.glocon.co.th>) within 14 days from the date of the shareholders' resolution, in accordance with Section 141 of the Public Limited Companies Act.

The Executive Committee or any person assigned by the Executive Committee are authorized to determine other details related to the reduction of registered and paid-up capital, including but not limited to:

- (1) Setting the conditions and other details related to the reduction of registered and paid-up capital by decreasing the par value of shares.
- (2) Negotiating, agreeing upon, and signing application documents related to the reduction of registered and paid-up capital by decreasing the par value of shares, which includes submitting any application documents and evidence to government agencies or relevant authorities, and also has the power to undertake any other necessary and appropriate actions regarding the aforementioned reduction of registered and paid-up capital by decreasing the par value of shares as deemed appropriate, in compliance with applicable laws and/or regulations.

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Therefore, following the Company's capital restructuring process mentioned above, the Company's capital and number of shares will be as follows:

| Details | Amount |
|---|-----------------------|
| Registered Capital | 1,025,808,840.60 baht |
| Paid-up Registered Capital | 686,808,840.60 baht |
| Par Value (per share) | 0.60 baht |
| Divided into | |
| Total Paid-up Registered Ordinary Shares | 1,144,681,401 shares |
| Total Registered Ordinary Shares (before proposed capital increase via General Mandate) | 1,709,681,401 shares |

Additionally, to comply with the law, it is resolved to propose to the shareholders' meeting for consideration and approval an amendment to Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital, by adopting the following new text:

“Clause 4. Registered capital 1,025,808,840.60 บาท (One thousand twenty-five million eight hundred eight thousand eight hundred forty baht and sixty satang)

Divided into 1,709,681,401 shares (One thousand seven hundred nine million six hundred eighty-one thousand four hundred one shares)

Par value per share 0.60 baht (Sixty satang)

Divided into:

Ordinary share 1,709,681,401 shares (One thousand seven hundred nine million six hundred eighty-one thousand four hundred one shares)

Preferred share - shares (-)”

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This includes authorizing the Company's authorized directors and/or individuals delegated by the Company's authorized directors to determine the conditions and details for actions related to the aforementioned capital reduction. This also includes amending wording or text in shareholder meeting minutes, the Memorandum of Association, and/or various applications, and/or taking any actions to comply with the registrar's orders for registering the capital reduction and amending the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

The steps and timeline for the Company's share reverse stock-split and capital reduction plan to offset accumulated losses are as follows:

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| No. | Process | Date | Remark |
|-----|--|---|---|
| 1. | Extraordinary General Meeting of Shareholders No. 2/2025 | July 23, 2025 | Meeting held within 2 months from the Record Date, which is set for July 3, 2025. |
| 2. | Registration of the change in par value of the Company's shares (by means of a reverse stock split) and amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce | Last week of July 2025 to 1st week of August 2025 | Within 14 days from the date the Extraordinary General Meeting of Shareholders No. 2/2568 passes its resolution for approval. |
| 3. | Registering the capital reduction resolution with the Department of Business Development, Ministry of Commerce. | | |
| 4. | Sending written notification of the capital reduction resolution to the Company's creditors and advertising the resolution in a newspaper or on the Company's website. | | |
| 5. | Due date for receiving cash compensation for fractional shares from the change in par value | Last week of August 2025 to 1st week of September 2025 | Within 1 month from the date the change in par value is registered (as per item 2) with the Department of Business Development, Ministry of Commerce. |
| 6. | Due date for creditor objections | Last week of September 2025 to 1st week of October 2025 | After the expiration of the 2-month period from the date creditors receive the capital |

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| | | | |
|----|---|----------------------------------|--|
| | | | reduction notification letter (as per item 3). |
| 7. | Registration of registered capital and paid-up capital reduction (by decreasing the par value of the Company's shares) and amendment to the Memorandum of Association with the Department of Business Development, Ministry of Commerce | 1st to 3rd week of October 2025 | Within 14 days from the expiration of the 2-month period for creditor objections (as per item 6), and provided no creditors object, or in cases of objection, the Company has paid the debt or provided security for it. |
| 8. | Notify shareholders and publish an advertisement of the registered capital and paid-up capital reduction registration (as per item 7) in a newspaper or on the Company's website. | 2nd to last week of October 2025 | Within 14 days from the completion of capital reduction registration. |

Remark: The above schedule is subject to change.

For this agenda, the Board of Directors deemed it appropriate to propose to the shareholders' meeting for consideration and approval of the reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and to approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital. This is to ensure that any necessary and appropriate actions related to the reduction of registered capital and paid-up capital by decreasing the par value of shares, including the registration of the capital reduction and amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, proceed smoothly and conveniently, including all related authorizations as proposed above.

Voting on this agenda requires approval by no less than three-fourth of the total votes of shareholders present and eligible to vote.

In this regard, since Agenda Items 2, 3, 4, and 5 are interrelated and mutually conditional, if any one of these agenda items does not receive approval from the Extraordinary General Meeting of Shareholders No. 2/2568, the

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other interrelated and mutually conditional agenda items will not be considered, and any interrelated and mutually conditional agenda items that had been approved will be deemed canceled.

The chairman opened the floor for questions and comments.

Mr. Songpol Sukontapong, the proxy of the Thai Investors Association, further inquired at the meeting that, despite the proposed capital reduction, which would eliminate accumulated losses of Baht 1,001 million, the Company would still have a remaining loss of approximately Baht 6.7 million, and has a record of consecutive losses. He requested clarification on the mechanisms to prevent the recurrence of accumulated losses in the future, especially under the current economic conditions, and asked for concrete strategies and measures the Company intends to adopt going forward.

Mr. Kasem Paiboonsirijit responded that, following the Company's recent business restructuring, the Company now has a clearer business direction, focusing on segments with higher profit margins. The Company has also realigned and reorganized its product SKUs and optimized its cost structure and operating expenses. As a result, the Company's outlook for the year 2025 is significantly more positive and shows sustained improvement. These measures are expected to serve as effective mechanisms to prevent the recurrence of accumulated losses in the future.

With no shareholders raising questions or comments, the chairman proposed to the shareholders' meeting for consideration and approval of the reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and to approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital. This is to ensure that any necessary and appropriate actions related to the reduction of registered capital and paid-up capital by decreasing the par value of shares, including the registration of the capital reduction and amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, proceed smoothly and conveniently, including all related authorizations as proposed above.

Resolution: After consideration, the meeting unanimously approved the reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital, including the related authorization as proposed, with the following votes:

| | | | |
|----------|---------------|-------|------------------------|
| Approved | 1,390,830,270 | votes | equivalent to 100.0000 |
|----------|---------------|-------|------------------------|

MADAME BIOSCIENCE

| | | | |
|-------------|---|-------|----------------------|
| Disapproved | 0 | votes | equivalent to 0.0000 |
| Abstained | 0 | votes | equivalent to 0.0000 |
| Voided | 0 | votes | equivalent to 0.0000 |

from the total voting right of 1,390,830,270 of the shareholders who attended the meeting and have the right to vote.

Agenda 4 **To consider and approve the increase in the Company's registered capital, and to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the increase in the Company's registered capital.**

| | | | |
|------------|---------------------|-----------------------|--|
| “Clause 4. | Registered capital | 1,094,489,724.60 baht | (One Thousand Ninety-Four Million Four Hundred Eighty-Nine Thousand Seven Hundred Twenty-Four Baht and Sixty Satang) |
| | Divided into | 1,824,149,541 shares | (One Billion Eight Hundred Twenty- Four Million One Hundred Forty-Nine Thousand Five Hundred Forty-One Shares) |
| | Par value per share | 0.60 baht | (Sixty Satang) |
| | Divided into: | | |
| | Ordinary share | 1,824,149,541 shares | (One Billion Eight Hundred Twenty- Four Million One Hundred Forty-Nine Thousand Five Hundred Forty-One Shares) |
| | Preferred share | - shares | (-) |

The presenter informed the meeting that to promote the Company's liquidity and financial flexibility, it is proposed to the shareholders' meeting to consider and approve the Company's registered capital increase by 68,680,884. 00 baht, from the existing registered capital of 1,025,808,840. 60 baht, divided into 1,709,681,401 ordinary shares with a par value of 0.60 baht per share, to a new registered capital of 1,094,489,724.60 baht, divided into 1,824,149,541 ordinary shares with a par value of 0.60 baht per share.

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This is to be done by issuing 114,468,140 new ordinary shares with a par value of 0.60 baht per share, to support the capital increase via General Mandate for a Private Placement offering. Details as appeared in the Capital Increase Report Form (F53-4) in **Enclosure 2**.

Additionally, to comply with the law, it is resolved to propose to the shareholders' meeting for consideration and approval an amendment to Clause 4 of the Company's Memorandum of Association to align with the increase in the Company's registered capital, by adopting the following new text:

This includes authorizing the Company's authorized directors and/or individuals delegated by the Company's authorized directors to determine the conditions and details for actions related to the aforementioned capital increase. This also includes amending wording or text in shareholder meeting minutes, the Memorandum of Association, and/or various applications, and/or taking any actions to comply with the registrar's orders for registering the increase in registered capital and amending the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce.

For this agenda, The Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting for consideration and approval of the increase in the Company's registered capital, and to approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the increase in the Company's registered capital. This is to ensure that any necessary and appropriate actions related to the increase in registered capital, including the registration of the capital increase and amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, proceed smoothly and conveniently, including all related authorizations as proposed above.

Voting on this agenda requires approval by no less than three-fourth of the total votes of shareholders present and eligible to vote.

The chairman opened the floor for questions and comments.

No shareholders raising questions or comments,

The Chairman proposed the issuance and offering of an increase in the Company's registered capital, and to approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the increase in the Company's registered capital. This is to ensure that any necessary and appropriate actions related to the increase in registered capital, including the registration of the capital increase and amendment to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, proceed smoothly and conveniently, including all related authorizations as proposed above.

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Resolution: After consideration, the meeting majority approved the Company's registered capital increase by 68,680,884.00 baht, from the existing registered capital of 1,025,808,840.60 baht, divided into 1,709,681,401 ordinary shares with a par value of 0.60 baht per share, to a new registered capital of 1,094,489,724.60 baht, divided into 1,824,149,541 ordinary shares with a par value of 0.60 baht per share. This is to be done by issuing 114,468,140 new ordinary shares with a par value of 0.60 baht per share and to approve the amendment to Clause 4 of the Company's Memorandum of Association to align with the increase in the Company's registered capital, including all related authorizations, with the following votes:

| | | | |
|-------------|---------------|-------|-----------------------|
| Approved | 1,390,828,746 | votes | equivalent to 99.9999 |
| Disapproved | 1,524 | votes | equivalent to 0.0001 |
| Abstained | 0 | votes | equivalent to 0 |
| Voided | 0 | votes | equivalent to 0 |

from the total voting right of 1,390,830,270 of the shareholders who attended the meeting and have the right to vote.

Agenda 5 To consider and approve the allotment of newly issued ordinary shares via General Mandate to specific individuals (Private Placement).

The presenter informed the meeting that according to Agenda 4, which considered and approved the Company's registered capital increase by 68,680,884.00 baht, from the existing registered capital of 1,025,808,840.60 baht (divided into 1,709,681,401 ordinary shares with a par value of 0.60 baht per share), to a new registered capital of 1,094,489,724.60 baht (divided into 1,824,149,541 ordinary shares with a par value of 0.60 baht per share), through the issuance of 114,468,140 new ordinary shares with a par value of 0.60 baht per share.

In this regard, it is proposed to the shareholders' meeting to consider and approve the allotment of newly issued ordinary shares via General Mandate, totaling not more than 114,468,140 shares with a par value of 0.60 baht per share (representing not more than 10.00 percent of the Company's paid-up capital as of the Board of Directors Meeting No. 9/2025 held on June 18, 2025, where the number of newly issued shares is calculated based on the shares remaining after the Company's change in par value by reverse stock-split and registered capital reduction by par value reduction). These shares are for offering to specific individuals (Private Placement), whether in a single offering or multiple offerings. Such individuals must not be

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Connected Persons to the Company as per the Capital Market Supervisory Board Notification No. TorJor. 21/ 2551 Re: Rules on Connected Transactions (as amended) and the Stock Exchange of Thailand Notification Re: Disclosure of Information and Acts of Listed Companies on Connected Transactions B.E. 2546 (as amended) (collectively referred to as "**Notifications on Connected Transactions**"). Furthermore, this offering of newly issued ordinary shares to private placement individuals will not constitute an offering at a low price as per the Capital Market Supervisory Board Notification No. TorJor. 28/2565 Re: Permission for Listed Companies to Offer Newly Issued Shares to Private Placement Individuals (as amended) ("**Notification No. TorJor. 28/2565**").

The Board of Directors is authorized to determine the offering price for the newly issued ordinary shares to private placement individuals, which must not be lower than the market price of the Company's ordinary shares. The market price of the Company's ordinary shares is defined as the weighted average price of the Company's shares for no less than 7 consecutive business days but not exceeding 15 consecutive business days prior to the date the Board of Directors resolves to determine the offering price (with the market price rounded to 2 decimal places, rounding up if the third decimal place is 5 or more). The Company must complete the offering within 5 business days from the date the Board of Directors resolves to determine the offering price for each instance. Additionally, if the Board of Directors deems it appropriate considering the best interests of the Company, the Board of Directors may set the offering price with a discount not exceeding 10.00 percent of the market price calculated above. In determining such a discount, the Board of Directors will consider prevailing market conditions, as per Notification No. TorJor. 28/2565.

Additionally, under no circumstances shall the offering of newly issued ordinary shares to private placement individuals cause any shareholder (including persons under Section 258 of the Securities and Exchange Act related to such shareholder) to hold shares of the Company in a manner that triggers the requirement to make a tender offer for securities, as per the Capital Market Supervisory Board Notification No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeover (as amended). This also applies if it results in a violation of the foreign shareholding limit stipulated in the Company's Articles of Association.

Given that the Company has an accumulated deficit as shown in its financial statements for the accounting period ended March 31, 2025, the Company may set the offering price for its newly issued ordinary shares

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below their par value, but not lower than 0.01 baht per share. In this regard, the Company is obligated to comply with Section 52 of the Public Limited Companies Act.

This offering of newly issued ordinary shares to private placement individuals, as detailed above, in all cases, constitutes an offering at a price not lower than 90.00 percent of the market price as specified, and thus does not fall under the prohibition of selling shares within the silent period, as per the Stock Exchange of Thailand Notification Re: Rules, Conditions, and Procedures for Considering Applications for Listing of Additional Ordinary or Preferred Shares B.E. 2558.

In this regard, the Board of Directors is authorized to undertake any necessary actions related to the allotment of newly issued ordinary shares via General Mandate, including considering, determining, and/or amending, and/or changing various conditions and details related to the matter under the framework of relevant laws. Such authority includes, but is not limited to, considering the allotment and offering of newly issued ordinary shares in one or more tranches, and also has the power to undertake any necessary actions related to such offering of newly issued ordinary shares in all respects, such as the objective of the offering, determining the offering price, offering period, allotment ratio, method of allotment and payment for shares, searching for private placement investors, etc., including changing the offering period, subscription, and payment for newly issued ordinary shares, setting various conditions and details related to the allotment of newly issued ordinary shares, as well as setting any other conditions and details related to the allotment of newly issued ordinary shares as deemed appropriate. Furthermore, the Board of Directors or any person assigned by the Board of Directors is authorized as follows:

- (1) To consider and determine other necessary details related to the allotment of the Company's newly issued ordinary shares as appropriate, and to the extent that it does not contradict or conflict with relevant notifications, rules, or laws.
- (2) To contact, negotiate, enter into, sign, amend contracts, application documents, requests for waivers, notices, evidence, as well as any instruments or documents related to the Company's capital increase and allotment of newly issued ordinary shares, which includes but is not limited to certifying various related documents, relevant registration with the Ministry of Commerce, contacting and submitting applications, requests for waivers, notices, documents, and evidence to government agencies or relevant authorities, undertaking amendments or changes to applications or text in related documents, as well as listing the Company's newly issued ordinary shares as listed securities on the SET.

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- (3) To undertake any other actions necessary, related, and/or continuous with the Company's capital increase and allotment of newly issued ordinary shares, in compliance with applicable laws and/or regulations.

However, the offering of such newly issued ordinary shares must be completed within the date the Company holds its next Annual General Meeting of Shareholders, or within the date required by law for the next Annual General Meeting of Shareholders to be held (whichever comes first).

Further details regarding the allotment of newly issued ordinary shares via General Mandate to private placement individuals appear in the Capital Increase Report Form (F53-4) in **Enclosure 2**.

For this agenda, the Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting for consideration and approval of the allotment of newly issued ordinary shares via General Mandate, totaling no more than 114,468,140 shares with a par value of 0.60 baht per share, to private placement individuals, to support the aforementioned increase in registered capital.

Voting on this agenda requires approval by a majority vote of the shareholders attending the meeting and casting the vote.

The Chairman opened the floor for questions and comments.

Mr. Songpol Sukontapong, proxy of the Thai Investors Association, inquired at the meeting regarding the pricing criteria for the offering of newly issued shares to specific persons, where the offering price may be discounted by up to 10% from the market price for the best interest of the Company. He asked what benchmarks are used to determine such benefit, and whether the Company would disclose the opinion of the independent financial advisor to confirm the appropriateness of the offering price.

Mr. Nevin Navadecho responded to the meeting that the determination of the offering price for newly issued ordinary shares to specific persons complies with the rules prescribed in the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565. This notification stipulates that the offering price shall be based on the volume-weighted average price (VWAP) of the Company's shares traded on the Stock Exchange of Thailand for a period of not less than 7 consecutive business days but not exceeding 15 consecutive business days prior to the date on which the Company's Board of Directors resolves to determine the offering price. The Board may determine a discount not exceeding 10.00% of the market price if deemed to be in the best interest of the Company and in consideration of prevailing market conditions. This is in line with standard practice.

He further clarified that the Company may determine a price below the par value due to accumulated losses, but not lower than THB 0.01 per share, in accordance with Section 52 of the Public Limited Companies Act.

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Regarding the independent financial advisor's opinion, since this offering does not qualify as an offering at a low price or a material transaction under the Notification No. TorJor. 28/2565, and the allocated persons are not connected persons of the Company, the Company is not required under the regulations to appoint or disclose an independent financial advisor's opinion.

Mr. Songpol Sukontapong, as proxy of the Thai Investors Association, further asked the meeting to explain the reason for completing the share allocation within five business days from the pricing date, and the impact on the Company's use of proceeds plan in the event that the full allocation cannot be completed within the specified timeframe (i.e., before the next annual general meeting).

Mr. Nevin Navadecho explained that the requirement to complete the offering within five business days from the date the Board of Directors determines the offering price is in accordance with the criteria and conditions stipulated in the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565.

He further added that the request for approval of a General Mandate is made to ensure flexibility and promptness in fundraising, should the necessity or opportunity arise. The Company may exercise the mandate in whole, in part, or not at all—depending on funding requirements and prevailing market conditions at the time.

Mr. Songpol Sukontapong, as proxy of the Thai Investors Association, further asked whether the specific persons to be allocated the newly issued shares have any relationship with the current management or major shareholders, and whether the Company would disclose the post-allocation shareholding structure and confirm that such allocation would not trigger a mandatory tender offer in the future.

Mr. Nevin Navadecho replied that the specific persons to be allocated the newly issued shares are not connected persons of the Company, as defined under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 and relevant regulations of the Stock Exchange of Thailand concerning connected transactions.

As for the disclosure of post-allocation shareholding structure, the Company is obliged under the Stock Exchange's regulations to disclose the results of the share allocation. The Company has clearly specified that the share offering conditions shall not result in any shareholder holding shares in a manner that would trigger a mandatory tender offer, as defined in the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554.

As no shareholders raised any questions or comments, the Chairman proposed to the shareholders' meeting to consider and approve the allotment of newly issued ordinary shares via General Mandate, totaling not more than 114,468,140 shares with a par value of 0.60 baht per share. To be offered for sale to a limited number of persons (Private Placement), either at one time or several times, where such persons are not

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related persons to the Company, according to the announcement of related transactions, including the related authorization.

Resolution: After consideration, the meeting majority approved the allotment of newly issued ordinary shares via General Mandate, totaling not more than 114,468,140 shares with a par value of 0.60 baht per share. To be offered for sale to a limited number of persons (Private Placement), either at one time or several times, where such persons are not related persons to the Company, according to the announcement of related transactions, including the related authorization as proposed, with the following votes:

| | | | |
|-------------|---------------|-------|-----------------------|
| Approved | 1,390,828,746 | votes | equivalent to 99.9999 |
| Disapproved | 1,524 | votes | equivalent to 0.0001 |
| Abstained | 0 | votes | equivalent to 0 |
| Voided | 0 | votes | equivalent to 0 |

from the total voting right of 1,390,830,270 of the shareholders who attended the meeting and have the right to vote.

Agenda 6 To consider and approve the change of the Company's name, stock abbreviation, logo, and Company seal, and to consider and approve the amendment to Clause 1 of the Company's Memorandum of Association to align with the amendment and change of the Company name.

The presenter informed the meeting that since the Company has undergone a business restructuring and also has a need to modernize its image and align it with the business restructuring, it is proposed to the shareholders' meeting for consideration and approval as follows:

1. Change of Company Name, Stock Abbreviation, Logo, and Company Seal

| Item | Original | New |
|--------------------|---|---|
| Thai Name | บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน) | บริษัท มาดาม ไปโอไซเอนซ์ จำกัด (มหาชน) |
| English Name | Global Consumer Public Company Limited | Madame Bioscience Public Company Limited |
| Stock Abbreviation | GLOCON | MADAME |

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| | | |
|--------------|---|---|
| Logo |  | MADAME BIOSCIENCE |
| Company Seal |  | MADAME BIOSCIENCE MADAME BIOSCIENCE PUBLIC COMPANY LIMITED |

2. Amendment to Clause 1 of the Company's Memorandum of Association (Company Name)

From Original: Company Name: “บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน)”
 And its English Name: “Global Consumer Public Company Limited”

Change to: Company Name: “บริษัท มาดาม ไบโอสเอนซ์ จำกัด (มหาชน)”
 And its English Name: “Madame Bioscience Public Company Limited”

In this regard, the Executive Committee or any person assigned by the Executive Committee are authorized to register the amendment and change of the Company's name, the Company seal, and the amendment to Clause 1 of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce. This includes the power to amend or change application forms or text in related documents, and to undertake any other actions necessary and related to such operations to comply with laws, regulations, rules, as well as recommendations or orders from the Registrar of Public Companies.

For this agenda, the Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting for consideration and approval of the change of the Company's name, stock abbreviation, logo, and Company seal, and to approve the amendment to Clause 1 of the Company's Memorandum of Association to align with the amendment and change of the Company name.

Voting on this agenda requires approval by no less than three-fourth of the total votes of shareholders present and eligible to vote

The Chairman opened the floor for questions and comments.

Mr. Songpol Sukontapong, the proxy of the Thai Investors Association, further inquired whether the proposed name change to Matarm Bioscience reflects a strategic shift in the Company's core business from consumer products to bioscience. He requested clarification on the corresponding business plan, human

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resource readiness, and implementation timeline, particularly with regard to revenue generation from the new business.

Mr. Kasem Paiboonsirijit responded that the Company has not shifted to operating in the bioscience sector. The Company will continue to focus primarily on the consumer goods and products segment. However, it will place greater emphasis on products driven by scientific innovation and new technologies, prioritizing high-quality and safe offerings for consumers.

With respect to the supporting business plan, the Company has established a clear strategic direction for both the short and long term. Personnel have been appropriately allocated in accordance with the new management structure. As a result, revenue generated from the new business initiatives is expected to be clearly reflected by the end of 2025.

As no shareholders raised any questions or comments, the Chairman proposed to the shareholders' meeting to consider and approve of the change of the Company's name, stock abbreviation, logo, and Company seal, and to approve the amendment to Clause 1 of the Company's Memorandum of Association to align with the amendment and change of the Company name.

Resolution: **After consideration, the meeting unanimously approved the change of the Company's name, stock abbreviation, logo, and Company seal, and approved the amendment to Clause 1 of the Company's Memorandum of Association to align with the amendment and change of the Company name as proposed, with the following votes:**



| | | | |
|-------------|---------------|-------|-----------------------|
| Approved | 1,390,830,270 | votes | equivalent to 100.000 |
| Disapproved | 0 | votes | equivalent to 0 |
| Abstained | 0 | votes | equivalent to 0 |
| Voided | 0 | votes | equivalent to 0 |

from the total voting right of 1,390,830,270 of the shareholders who attend the meeting and have the right to vote.

Agenda 7 **To consider and approve the amendment to the Company's Articles of Association in sections related to the Company's name and Company seal.**

The presenter informed the meeting that According to Agenda 6, which considered and approved the change of the Company's name, stock abbreviation, logo, and Company seal, it is proposed to the shareholders' meeting for consideration and approval of the amendment to the Company's Articles of Association in sections related to the Company's name, specifically Clauses 1, 2, and 48, regarding the Company name and Company seal, to align with the amendment and change of the Company name and Company seal, as follows:

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| | Current Articles of Association | <u>Proposed Amended Articles of Association</u> |
|------------|--|--|
| Clause 1. | These Articles of Association shall be called the Articles of Association of Global Consumer Public Company Limited. | These Articles of Association shall be called the Articles of Association of Madame Bioscience Public Company Limited. |
| Clause 2. | The term "Company" in these Articles of Association refers to Global Consumer Public Company Limited. | The term "Company" in these Articles of Association refers to Madame Bioscience Public Company Limited. |
| Clause 48. | <p>The Company's seal shall be as impressed herein:</p>  | <p>The Company's seal shall be as impressed herein:</p>  |

In this regard, the Executive Committee or any person assigned by the Executive Committee are authorized to register the amendment to the Company's Articles of Association, amend or change application forms or text in related documents, and to undertake any other actions necessary and related to such operations to comply with laws, regulations, rules, as well as recommendations or orders from the Registrar of Public Companies.

For this agenda, the Board of Directors, having considered the matter, is of the opinion that it should be proposed to the shareholders' meeting for consideration and approval of the amendment to the Company's Articles of Association in sections related to the Company's name and Company seal, to align with the amendment and change of the Company name and Company seal.

Voting on this agenda requires approval by no less than three-fourth of the total votes of shareholders present and eligible to vote

The Chairman opened the floor for questions and comments.

As no shareholders raised any questions or comments, the Chairman proposed to the shareholders' meeting to consider and approve the amendment to the Company's Articles of Association in sections related to the

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Company's name and Company seal, to align with the amendment and change of the Company name and Company seal.

Resolution: **After consideration, the meeting unanimously approved the amendment to the Company's Articles of Association in sections related to the Company's name and Company seal, to align with the amendment and change of the Company name and Company seal as proposed, with the following votes:**

| | | | |
|-------------|---------------|-------|-----------------------|
| Approved | 1,390,830,270 | votes | equivalent to 100.000 |
| Disapproved | 0 | votes | equivalent to 0 |
| Abstained | 0 | votes | equivalent to 0 |
| Voided | 0 | votes | equivalent to 0 |

from the total voting right of 1,390,830,270 of the shareholders who attended the meeting and have the right to vote.

Agenda 8 **Consideration of Other Matters (if any)**

The Chairman opened the floor for questions and comments.

Mr. Songpol Sukontapong, proxy of the Thai Investors Association, inquired further at the meeting regarding the Company's strategy for building new business models, modifying current business models in certain channels, and/or transforming existing business structures. He asked what measures or reforms the Company plans to implement to manage specific areas in order to avoid reliance on borrowings to repay existing debt or to maintain liquidity both in the present and in the future.

Mr. Kasem Paiboonsirichit responded that, with the Company's recent business restructuring, the Company believes that the operational direction previously explained under earlier agenda items will support stable growth. As a result, the Company expects to generate sufficient cash flow to support its operations both currently and in the future.

Mr. Songpol Sukontapong, as proxy of the Thai Investors Association, further inquired about the Company's communication channels disclosed on its official website, specifically with regard to phone numbers that were often unreachable at different times. He also mentioned the inability to read or download the notice of the shareholders' meeting published on the website. He requested clarification on how the Company intends to improve these areas in order to enhance communication and access to information for shareholders going forward.

Mr. Kasem Paiboonsirichit responded that shareholders may contact the Company through all communication channels disclosed by the Company. In cases of phone contact, shareholders may have to

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wait briefly. Typically, calls are directed to the responsible officer; however, if the officer is unavailable, the call will be redirected to the Company's general line, where shareholders can leave a message or make an inquiry as well.

Mr. Wuttichai Thammathitiphong inquired at the meeting whether the Company's dried fruit business under Fruity Dry Co., Ltd., and the packaging business, are still in operation.

Mr. Kasem Paiboonsirichit responded that the dried fruit business of Fruity Dry Co., Ltd. is operating as usual. However, the packaging business has ceased operations due to a fire incident that occurred.

The Chairman informed the meeting that since no shareholders proposed any further matters, he would like to thank all shareholders and proxy holders for taking the time to attend today's meeting. If there are any shortcomings or deficiencies, he apologizes.

Meeting adjourned at 3:28 PM.

-Chumpol Rimsakhon-

(Mr. Chumphol Rimsakhon)

Chairman of the Meeting

-Tharakorn Junkerd-

(Mr. Thrakorn Jankerd)

Meeting Recorder

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Enclosure 2

Summary of Key Terms and Conditions of Convertible Bonds of
Madame Bioscience Public Company Limited

| Topic | Details |
|---|---|
| Issuer of Convertible Bonds | Madame Bioscience Public Company Limited (the "Company") |
| Type of Convertible Bonds | Subordinated and unsecured Convertible Bonds that grant the right to convert into the Company's ordinary shares ("Convertible Bonds") |
| Currency | Baht |
| Total Principal Amount of all Convertible Bonds | Not exceeding 211,750,000.00 Baht (a total of 211,750 units, with an offering price of 1,000 Baht per unit) |
| Conditions for Issuing Convertible Bonds | The Company will issue Convertible Bonds as agreed with the investors in a single tranche or multiple tranches. The issuance of the Convertible Bonds is subject to the success of the conditions precedent, which include receiving permission from the Office of the Securities and Exchange Commission and other relevant agencies, as well as the terms and conditions of the Convertible Bonds (if any) |
| Interest Rate | 3.00 percent per annum |
| Term | 5 years from the date of the first issuance of the sub-series of Convertible Bonds |
| Principal Repayment | A single payment upon maturity of the bonds, in accordance with the terms and conditions of the Convertible Bonds. Each series of Convertible Bonds has a term of 5 years from the date of the first issuance of the sub-series of Convertible Bonds |
| Right to Redeem Convertible Bonds before Maturity | The Convertible Bonds holders have no right to request the Company to redeem the Convertible Bonds before maturity, and the Company has the right to redeem the Convertible Bonds before maturity (Call Option). The redemption of the Convertible Bonds before maturity shall be in accordance with the terms and conditions of the Convertible Bonds to be issued in each tranche, and in compliance with relevant laws, rules, regulations, or notifications, including obtaining permission from any relevant government agencies |

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| Topic | Details |
|---|---|
| Conversion Ratio | 1 Convertible Bond unit per 1,428 ordinary shares or another ratio resulting from the adjustment of the conversion price, in accordance with the conditions to be stipulated in the terms of rights |
| Conversion Price | 0.70 Baht per share or another price resulting from the adjustment of the conversion price, in accordance with the conditions to be stipulated in the terms of rights |
| Conversion Period | The holders of each series of Convertible Bonds can exercise their conversion rights on a business day one week before the maturity date of the Convertible Bonds |
| Number of Ordinary Shares Allocated to Accommodate Conversion | <p>To allocate newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 302,500,000 shares with a par value of 0.50 Baht per share.</p> <p>The number of newly issued ordinary shares allocated to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP), which is 302,500,000 shares, when combined with the number of shares allocated to accommodate the exercise of rights of all the Company's convertible securities, including: (1) warrants to purchase ordinary shares of Madame Bioscience Public Company Limited No. 6 (MADAME-W6) (formerly warrants to purchase ordinary shares of Global Consumer Public Company Limited No. 6 (GLOCON-W6)) totaling 1,665,000,000 shares, and (2) Convertible Bonds to be issued and offered pursuant to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2568 held on March 7, 2568, totaling 30,000,000 shares, results in a total of 1,695,000,000 shares. This represents 49.45% of the total paid-up shares of the Company as of the Board of Directors Meeting No. 11/2568 on August 13, 2568, and when combined with the shares allocated to the Private Placement (PP) to be issued concurrently with this Convertible Bonds offering (the “total paid-up shares of the Company”), does not exceed 50% of the total paid-up shares of the Company.</p> |
| Secondary Market for Ordinary Shares Arising from Conversion | The Company will list the ordinary shares resulting from this conversion on the Stock Exchange of Thailand or the stock exchange where the Company's ordinary shares are listed at that time |

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| Topic | Details |
|--|--|
| Restrictions on the Transfer of Convertible Bonds | As the issuance and offering of the Company's Convertible Bonds falls under the category of a specific offering to institutional investors with a number not exceeding 10 persons in any 4-month period in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565 Re: Application and Permission for Offering Newly Issued Debt Instruments to a Private Placement and the Offering of Convertible Bonds to Specific Persons ("Notification TorJor. 16/2565"), any transfer of the Convertible Bonds throughout their term must not result in the number of Convertible Bonds holders in the private placement exceeding 10 persons in any 4-month period. In counting the number of Convertible Bonds holders, all Convertible Bonds holders in the private placement must be counted (regardless of whether they received the Convertible Bonds from a newly issued offering or from a transfer from a previous Convertible Bonds holder) and must be the actual Convertible Bonds holders, except in the case of a transfer through inheritance. |
| Allocation Method | To be allocated to a single private placement in a single tranche or multiple tranches to Orion Global Partners Investment Management Limited, which is an institutional investor as per Section 5 (24) of the Securities and Exchange Commission Notification No. KorJor. 39/2564 Re: Definition of Institutional Investors, Ultra-high-net-worth Investors, and High-net-worth Investors. This offering of Convertible Bonds to a private placement is in accordance with Notification TorJor. 16/2565, which is a specific allocation to institutional investors with a number not exceeding 10 persons in any 4-month period as per Notification TorJor. 16/2565 |
| Events Requiring the Company to Issue Additional New Shares to Accommodate Changes in Conversion Rights | The Company may proceed with a registered capital increase to accommodate the conversion rights, based on a resolution of the Company's shareholders' meeting, or choose to compensate the Convertible Bonds holders with cash for the difference, in accordance with the principles to be specified in the terms of rights of the Convertible Bonds, if the shares allocated to accommodate the conversion rights are insufficient for the conversion |

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| Topic | Details |
|------------------------|---|
| Impact on Shareholders | <p>In considering the impact on the Company's shareholders, the impact of the Convertible Bonds is considered in the event that the Company issues and offers Convertible Bonds to investors and the investors exercise the conversion rights in full, i.e., 211,750,000.00 Baht (a total of 211,750 units, with an offering price of 1,000 Baht per unit). The impact on the Company's shareholders will be considered in two aspects: the impact on the share price (Price Dilution) and the impact on the shareholding proportion (Control Dilution), with the details as follows:</p> <p>(1) The impact on the share price (Price Dilution) will not occur because the conversion price of the Convertible Bonds at 0.70 Baht per share is not lower than the current market price.</p> <p>The market price is calculated from the weighted average price of the Company's shares on the SET for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares, which was between July 18, 2568 and August 8, 2568, with a price of 0.21 Baht per share (information from the SET).</p> <p>(2) The reduction in the shareholding proportion (Control Dilution) can be calculated using the following formula:</p> $\text{Control Dilution} = Q_e / (Q_o + Q_e)$ <p>Whereas,</p> <p>Qo = The number of paid-up shares, which is 3,434,044,203 shares.</p> <p>Qe = The number of shares resulting from the conversion of the Convertible Bonds, with the number of shares allocated to accommodate the conversion being 302,500,000 shares.</p> $\begin{aligned} \text{Control Dilution} &= 302,500,000 / (3,434,044,203 + 302,500,000) \\ &= 8.10\% \end{aligned}$ <p>In the event of a full conversion of the Convertible Bonds, the reduction in the shareholding proportion (Control Dilution) of the existing shareholders will be 8.10%.</p> |

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| Topic | Details |
|---|---|
| Other Additional Information | The details stated above are a summary of the key preliminary terms and conditions of the Convertible Bonds, which may change. Additional details will be specified in the terms and conditions for the Convertible Bonds |
| Objectives of Issuing Convertible Bonds and Plan for Use of Funds | Please refer to the objectives of issuing the Convertible Bonds and the plan for the use of funds as detailed in the Capital Increase Report Form (F53-4) ("Enclosure 2") |

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| Opinion of the Board of Directors | |
|---|---|
| Reasons, Necessity, and Appropriateness of the Issuance and Offering of Convertible Bonds, including an analysis of the Company's ability to repay the debt to the bondholders who do not exercise the conversion rights upon maturity | <p>The Board of Directors is of the opinion that this fundraising through the issuance and offering of Convertible Bonds is an alternative for the Company to raise capital, increasing flexibility and speed in fundraising to keep pace with changing market conditions and external factors. This will have a positive impact on the Company's business operations by increasing financial liquidity and allowing for timely expansion of investments when the Company requires them. It will also help the Company to use the proceeds to repay old debenture debt, institutional debt, and trade creditors, thereby reducing the Company's financial costs and making the Company's financial position more stable and secure, which will strengthen the Company's financial position and stability. Furthermore, it is a way to adjust the Company's capital structure to be more appropriate. In addition, this fundraising will benefit the Company and its shareholders as detailed in the Capital Increase Report Form (Enclosure 2). In the event that the Company has issued Convertible Bonds and the Convertible Bonds holders do not exercise their conversion rights upon maturity, the Company expects that its future operations will have sufficient cash flow. Furthermore, if necessary, the Company may contact and negotiate with financial institutions and/or offer new ordinary shares to shareholders and/or a private placement, which is another alternative. The Company will consider the appropriateness at that time before making a final decision.</p> |
| Feasibility of the Plan for Use of Funds from the Offering | <p>The Company expects to complete the issuance and offering of Convertible Bonds to a specific investor and receive the proceeds from the said offering within 1 year from the date the shareholders' meeting resolves to approve the issuance and offering of the Convertible Bonds</p> |
| Expected Impact on the Company's Business Operations, Financial Position, and Operating Results from the Capital Increase | <p>The increase of the Company's registered capital through the issuance and offering of Convertible Bonds will strengthen the Company's financial structure and increase its financial flexibility. Therefore, this capital increase will not have a negative impact on the Company's business operations, financial position, or operating results</p> |

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| | |
|---------------------------------|--|
| Directors' Certification | <p>In the event that a director of the Company fails to perform their duties with honesty and care to protect the interests of the Company in matters related to the capital increase, and such failure causes damage to the Company, shareholders can file a lawsuit to claim damages from the said director on behalf of the Company in accordance with Section 85 of the Public Limited Company Act B.E. 2535. Furthermore, if such failure to perform duties results in the director or a related person receiving an unlawful benefit, the shareholders can exercise the right to file a lawsuit to reclaim it.</p> |
|---------------------------------|--|

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Enclosure 3

(F53-4)

Capital Increase Report Form

Madame Bioscience Public Company Limited

August 13, 2568

I, Madame Bioscience Public Company Limited (the “**Company**”), hereby report the resolutions of the Board of Directors Meeting No. 11/2568, held on August 13, 2568, regarding the capital increase and allocation of newly issued shares as follows:

1. Registered Capital Increase

The Board of Directors Meeting resolved to approve the proposal to the shareholders' meeting to consider and approve the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, divided into 5,129,044,203 ordinary shares with a par value of 0.50 Baht per share, to a new registered capital of 3,018,272,101.50 Baht, divided into 6,036,544,203 ordinary shares with a par value of 0.50 Baht per share. This will be done by issuing no more than 907,500,000 new ordinary shares with a par value of 0.50 Baht per share to accommodate the issuance and offering of newly issued ordinary shares to a Private Placement (PP) for no more than 605,000,000 shares, and to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP) for no more than 302,500,000 shares. The capital increase is as follows:

| Type of Capital Increase | Type of shares | Number of shares | Par value (Baht per share) | Total (Baht) |
|--|----------------|------------------|----------------------------|----------------|
| <input checked="" type="checkbox"/> Capital increase with a specified use of funds | Ordinary | 907,500,000 | 0.50 | 453,750,000.00 |
| | Preferred | - | - | - |
| <input type="checkbox"/> General Mandate | Ordinary | - | - | - |
| | Preferred | - | - | - |

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2. Allocation of Capital Increase Shares

2.1 Capital increase with a specified use of funds

| Allocated to | Number of Shares (shares) | Ratio (old : new) | Selling Price (Baht per share) | Subscription and Payment Date and Time | Remarks |
|--|---------------------------|--|---|--|---|
| (1) To accommodate the conversion rights of Convertible Bonds offered to a Private Placement, namely Orion Global Partners Investment Management Limited, which is an institutional investor (Please see remark no. 3) | 302,500,000 | Conversion ratio is the principal amount of the Convertible Bonds divided by the conversion price. | Conversion price of the Convertible Bonds is 0.70 Baht per share. | To be determined by the Company later. Please see the remarks below. | Please see the remarks below and the summary of the key terms and conditions of the Convertible Bonds as per Enclosure 1. |
| (2) To be offered to a Private Placement, namely Orion Global Partners Investment Management Limited. | 605,000,000 | - | Offering price is 0.192 Baht per share, which is not less than 90% of the market price. | To be determined by the Company later. Please see the remarks below. | Please see the remarks below and the Information Memorandum on the issuance and offering of newly issued ordinary shares to a Private Placement of Madame Bioscience Public Company Limited as per Enclosure 3. |

Remarks:

The Board of Directors has passed resolutions at the Board of Directors Meeting No. 11/2568 on August 13, 2568, on the following key matters:

1. To approve the proposal to the Extraordinary General Meeting of Shareholders No. 3/2568 to consider and approve the issuance and offering of the Company's newly issued Convertible Bonds ("**Convertible Bonds**") with a total offering

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value not exceeding 211,750,000.00 Baht (a total of 211,750 units, with an offering price of 1,000 Baht per unit) to a Private Placement (PP), namely Orion Global Partners Investment Management Limited ("**the Investor**"). This is a specific offering to institutional investors, with a number not exceeding 10 persons in any 4-month period, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565 Re: Application and Permission for Offering Newly Issued Debt Instruments to a Private Placement and the Offering of Convertible Bonds to Specific Persons ("**Notification TorJor. 16/2565**"). The said person is not a related person to the Company in accordance with the Capital Market Supervisory Board Notification No. TorJor. 21/2551 Re: Rules on Connected Transactions and the Stock Exchange of Thailand Notification Re: Disclosure of Information and the Operations of Listed Companies on Connected Transactions B.E. 2546 (collectively referred to as the "**Connected Transaction Notifications**"). The conversion price of the Convertible Bonds is 0.70 Baht per share. Details are as specified in the summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited (**Enclosure 1**).

2. To approve the proposal to the Extraordinary General Meeting of Shareholders No. 3/2568 to consider and approve the increase of the Company's registered capital by 453,750,000.00 Baht, from the original registered capital of 2,564,522,101.50 Baht, divided into 5,129,044,203 ordinary shares with a par value of 0.50 Baht per share, to a new registered capital of 3,018,272,101.50 Baht, divided into 6,036,544,203 ordinary shares with a par value of 0.50 Baht per share. This will be done by issuing no more than 907,500,000 new ordinary shares with a par value of 0.50 Baht per share to accommodate the issuance and offering of newly issued ordinary shares to a Private Placement (PP) for no more than 605,000,000 shares, and to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP) for no more than 302,500,000 shares.
3. To approve the proposal to the Extraordinary General Meeting of Shareholders No. 3/2568 to consider and approve the allocation of the Company's newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 605,000,000 shares, with a par value of 0.50 Baht per share, as a specific offering to a Private Placement, namely Orion Global Partners Investment Management Limited ("**the Investor**"). The said person is not a related person to the Company in accordance with the Connected Transaction Notifications. This issuance of newly issued ordinary shares is an offering for which the Board of Directors has resolved to propose to the shareholders' meeting to consider and determine a clear offering price of 0.192 Baht per share, which is not less than 90% of the market price. After this capital increase to the private placement, the Company will receive total funds of 116,160,000.00 Baht, and the Investor will hold no more than 605,000,000 shares in the Company, or approximately 14.98% of the total paid-up shares after the issuance and offering of newly issued ordinary shares to this private placement, in accordance with the criteria of the Capital Market Supervisory Board Notification No. TorJor. 28/2565 Re: Permission for a Listed Company to Offer Newly Issued Shares to a Private Placement, dated December 28, B.E. 2565 (and as amended) ("**Notification TorJor. 28/2565**"). The market price is calculated from the weighted average price of the Company's shares on the Stock Exchange of Thailand ("**SET**") for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares, which was between July 18, 2568 and August 8, 2568, with a price of 0.21 Baht per share (information from the SET). The

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details of the issuance and offering of newly issued ordinary shares to a Private Placement are as shown in the Information Memorandum on the issuance and offering of newly issued ordinary shares to a Private Placement of Madame Bioscience Public Company Limited (**Enclosure 3**).

4. To approve the proposal to the Extraordinary General Meeting of Shareholders No. 3/2568 to consider and approve the allocation of newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 302,500,000 shares, with a par value of 0.50 Baht per share, to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement (PP), namely Orion Global Partners Investment Management Limited ("**the Investor**"). This is a specific offering to institutional investors with a number not exceeding 10 persons in any 4-month period, in accordance with the Capital Market Supervisory Board Notification No. TorJor. 16/2565. The said person is not a related person to the Company in accordance with the Connected Transaction Notifications. The conversion price of the Convertible Bonds is 0.70 Baht per share. The details are as specified in the summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited (**Enclosure 1**).

2.2 Company's Procedure for Fractional Shares

In case of fractional shares, the fractions will be rounded down in all cases.

3. Date of the Annual/Extraordinary General Meeting of Shareholders to Approve the Capital Increase and Allocation of Newly Issued Shares

The Extraordinary General Meeting of Shareholders No. 3/2568 is scheduled for September 19, 2568, at 2 a.m., to be held exclusively through electronic means (e-Shareholding Meeting) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 and other relevant laws and regulations. The record date for shareholders entitled to attend the shareholders' meeting is set for August 28, 2568.

4. Application for capital increase/allocation of new shares to relevant government agencies and conditions for application (if any)

- 4.1 The Company must receive approval from the shareholders' meeting.
- 4.2 The Company will proceed with the registration of the capital increase and the amendment of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce, within 14 days from the date the Extraordinary General Meeting of Shareholders No. 3/2568 resolves to approve the capital increase and the amendment of the Company's Memorandum of Association.
- 4.3 The Company will file for the registration of restrictions on the transfer of Convertible Bonds issued and offered to specific investors not exceeding 10 persons in any 4-month period with the Office of the Securities and Exchange Commission.

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4.4 The Company will apply to the Stock Exchange for approval to list the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand, in accordance with the relevant regulations and rules of the Stock Exchange of Thailand.

4.5 The Company will proceed with the application to the Stock Exchange for approval to list the newly issued ordinary shares as listed securities on the Stock Exchange of Thailand, in accordance with the relevant regulations and rules, after the Convertible Bonds holders have exercised their right to convert the Convertible Bonds into the Company's ordinary shares (if such rights are exercised).

5. Objectives of the capital increase and the use of the increased funds

The fundraising through the issuance and offering of newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 907,500,000 shares, for the purpose of accommodating the issuance and offering of newly issued ordinary shares to a Private Placement and to accommodate the conversion rights of the Convertible Bonds issued and offered to a Private Placement, namely Orion Global Partners Investment Management Limited, has the following objectives for the use of funds:

| Objective of Fund Usage | Source of Funds | Approximate Amount of Funds to be Used (Baht) | Timeline for Fund Usage |
|---|---|---|-------------------------|
| 1. To be used as working capital for the Company's business | Newly issued ordinary shares to a Private Placement | 116,160,000.00 | Within 2025 - 2026 |
| 2. To repay debenture debt, institutional debt, and trade creditors | Convertible Bonds | 211,750,000.00 | Within 2025 - 2026 |
| Total | | 327,910,000.00 | |

6. Benefits the Company Will Receive from the Capital Increase/Allocation of Newly Issued Shares

6.1 To increase working capital for the Company's business operations.

6.2 The Company will be able to increase cash flow, financial strength, and stability, and have sufficient funds to manage financial costs and the Company's business operations.

6.3 To increase the flexibility of the Company's capital structure.

6.4 This issuance of Convertible Bonds will allow the Company to maintain its financial liquidity and the continuity of its overall business operations.

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7. Benefits the Shareholders Will Receive from the Capital Increase/Allocation of Newly Issued Shares

- 7.1 The Investor has experience in a similar and related business group, which can be complementary to the Company's business. The Company foresees an opportunity for greater business diversity, as well as an increase in the Company's potential and credibility in its business operations.
- 7.2 The funds obtained from this issuance of newly issued ordinary shares to a Private Placement will be used by the Company as working capital for management, which will help enhance the Company's future revenues and profits. If the Company's operating results improve, shareholders will benefit through the Company's dividend payment policy.
- 7.3 The funds obtained from this issuance of Convertible Bonds will be used by the Company as capital to repay debenture debt, institutional debt, and trade creditors, helping to strengthen the Company's financial structure.

8. Any Other Details Necessary for Shareholders to Consider for Approving the Capital Increase/Allocation of Newly Issued Shares

Summary of the key terms and conditions of the Convertible Bonds of Madame Bioscience Public Company Limited (Enclosure 1).

9. Timetable for Actions in Case the Board of Directors Passes a Resolution for a Capital Increase/Allocation of Newly Issued Shares

| Order | Action | Date |
|-------|---|--|
| 1. | Board of Directors Meeting No. 11/2025 | August 13, 2568 |
| 2. | Record date for shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 3/2568 | August 28, 2568 |
| 3. | Extraordinary General Meeting of Shareholders No. 3/2568 | September 18, 2568 |
| 4. | Registration of the capital increase and the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce | Within 14 days from the date the Extraordinary General Meeting of Shareholders No. 3/2568 passes a resolution of approval |
| 5. | The Company proceeds with the offering and allocation of newly issued ordinary shares to a Private Placement | To be offered within 3 months from the date the shareholders' meeting resolves to approve the offering of new shares (and in accordance with |

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| | | |
|----|---|---|
| | | the resolution of the shareholders' meeting) |
| 6. | Subscription date for Convertible Bonds | To be determined after receiving approval from the Extraordinary General Meeting of Shareholders No. 3/2568 |
| 7. | Issuance and offering date for Convertible Bonds to specific investors | To be determined after receiving approval from the Extraordinary General Meeting of Shareholders No. 3/2568 |
| 8. | Registration of the paid-up capital increase with the Department of Business Development, Ministry of Commerce, and listing of the newly issued shares as listed securities on the Stock Exchange of Thailand | After the allocation of this capital increase has been completed |

Remarks: The above schedule may be subject to change.

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


 Signature Authorized Director
 (Mr. Tharakorn Junkerd)


 Signature Authorized Director
 (Miss Ingfa Petvipusit)

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Enclosure 4

**Information Memorandum on the Issuance and Offering of Newly Issued Ordinary Shares
to a Private Placement of
Madame Bioscience Public Company Limited**

The Board of Directors of Madame Bioscience Public Company Limited (the “**Company**”) at its meeting No. 11/2025 on August 13, 2025, resolved to propose to the Extraordinary General Meeting of Shareholders No. 3/2025 on September 19, 2025, to consider and approve the capital increase as follows:

1. Details of the Offering

The allocation of the Company's newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 605,000,000 shares with a par value of 0.50 Baht per share, as a specific offering to a private placement, namely Orion Global Partners Investment Management Limited (“ORION”) (“**the Investor**”). The said person is not a related person to the Company in accordance with the Capital Market Supervisory Board Notification No. TorJor. 21/2551 Re: Rules on Connected Transactions (and any amendments thereof) and the Stock Exchange of Thailand Notification Re: Disclosure of Information and the Operations of Listed Companies on Connected Transactions B.E. 2546 (and any amendments thereof) (“**Connected Transaction Notifications**”). This issuance of newly issued ordinary shares is an offering for which the Board of Directors has resolved to propose to the shareholders' meeting to consider and determine a clear offering price of 0.192 Baht per share, which is not less than 90% of the market price. After this capital increase to the private placement, the Company will receive total funds of 116,160,000.00 Baht, and the Investor will hold no more than 605,000,000 shares in the Company, or approximately 14.98% of the total paid-up shares after the issuance and offering of newly issued ordinary shares to this private placement. This is in accordance with the criteria of the Capital Market Supervisory Board Notification No. TorJor. 28/2565 Re: Permission for a Listed Company to Offer Newly Issued Shares to a Private Placement, dated December 28, B.E. 2565 (and as amended) (“**Notification TorJor. 28/2565**”).

Furthermore, since the Company has an accumulated loss as shown in the audited separate financial statements for the year 2567 as of December 31, 2567, and the reviewed separate financial statements as of March 31, 2568, the Company may set the offering price of the newly issued shares below the par value of the Company, but not lower than 0.01 Baht per share. The Company must comply with

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Section 52 of the Public Limited Company Act (Section 52 of the Public Limited Company Act stipulates that a company that has been operating for at least one year and has incurred losses may offer its shares at a price lower than the registered par value, but it must be approved by a resolution of the shareholders' meeting and the exact discount rate must be specified).

| Persons Receiving Allocation | Number of Shares (shares) | Offering Price per Share (Baht per share) | Total Value (Baht) | Shareholding Proportion Compared to the Company's Existing Issued and Paid-up Shares | |
|---|---------------------------|---|--------------------|--|----------------------------------|
| | | | | As of now | After Receiving Share Allocation |
| Orion Global Partners Investment Management Limited | Not exceeding 605,000,000 | 0.192 | 116,160,000.00 | - | 14.98% |

The market price is calculated from the weighted average price of the Company's shares on the Stock Exchange of Thailand ("**SET**") for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares. This period was between July 18, 2025, and August 8, 2025, with a price of 0.21 Baht per share (information from the SET).

According to Notification TorJor. 28/ 2565, the Company must complete the share offering within the period approved by the shareholders' meeting, but not exceeding 3 months from the date the shareholders' meeting resolves to approve the offering of the new shares. Alternatively, the Company must complete the share offering within 12 months from the date the shareholders' meeting resolves to approve the offering of the shares, in cases where the shareholders have clearly resolved that after the aforementioned 3-month period, the Board of Directors can determine the offering price according to the market price at the time of the offering. Therefore, after the 3-month period from the date the shareholders' meeting resolves to approve the offering of the new shares, the Board of Directors can determine the offering price according to the market price at the time of the offering.

The Investor has no other related persons who hold shares in the Company, meaning there is no other person with a relationship or acting in concert (Concert Party). There is also no person under Section 258 of the Securities and Exchange Act B.E. 2535 (and any amendments thereof) , or any person holding

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shares as a nominee, which would result in the necessity to include the holding of the Company's securities. After acquiring the new shares, the Investor therefore has no duty to make a tender offer for all the Company's securities, as the acquisition of the Company's shares does not reach 25% of the total voting rights of the Company in accordance with the Capital Market Supervisory Board Notification No. TorJor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, B.E. 2554 (and any amendments thereof).

Furthermore, the Board of Directors has approved the authorization for the Board of Directors and/or the Chief Executive Officer and/or the authorized directors of the Company and/or any person assigned by the Board of Directors or the Chief Executive Officer or the authorized directors of the Company to have the power to perform any actions related to the issuance, offering, allocation, and subscription of the said newly issued ordinary shares, including but not limited to the following actions:

- (1) To consider and determine and/or amend other necessary details related to the allocation of the said newly issued ordinary shares of the Company as appropriate, and as long as it does not contradict or conflict with relevant notifications, rules, or laws. To determine and amend the subscription and offering dates for the newly issued ordinary shares. To determine the payment for shares, and to consider setting the allocation and subscription period as a single tranche or multiple tranches.
- (2) To contact, negotiate, enter into, sign, and amend contracts, applications for permission, waiver requests, notifications, and evidence necessary and related to the allocation of the said newly issued ordinary shares of the Company. This includes, but is not limited to, the share subscription agreement, the relevant registration with the Ministry of Commerce, and to contact and submit applications for permission, waiver requests, notifications, documents, and evidence to the SEC Office, the SET, government agencies, or other agencies related to the amendment or change of the application or text in the relevant documents, as well as the listing of the said newly issued ordinary shares on the SET as listed securities.
- (3) To perform any other necessary and related actions to successfully complete the allocation of the Company's newly issued ordinary shares, as mentioned above. To appoint and assign other suitable persons to be sub-authorized representatives for the aforementioned actions.

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2. Information on the Person to Receive the Offering and Allocation of Newly Issued Ordinary Shares

The person to receive the offering and allocation of newly issued ordinary shares is Orion Global Partners Investment Management Limited ("**the Investor**"), which will be offered and allocated newly issued ordinary shares, whether in a single tranche or multiple tranches, for a number not exceeding 605,000,000 shares. The Investor does not intend to change the Company's current business. A brief summary is as follows:

2.1 Investor Information

| | | |
|--|---|---|
| Name | : | Orion Global Partners Investment Management Limited |
| Nationality | : | A company registered under the laws of the Cayman Islands. |
| Role in the Company's Management after the Capital Increase | : | The Investor intends to appoint one representative to be a member of the Board of Directors, which is in proportion to the shareholding, but the said director will not have any part or role in the management of the Company. |
| Relationship with the Company | : | Not a related person in accordance with the Connected Transaction Notifications. |
| Relationship with the Company's Directors, Executives, Major Shareholders | : | The Investor does not have a related person relationship with the Company's directors, executives, or major shareholders. |

Shareholding Structure Before and After the Capital Increase to a Private Placement

| No. | Shareholder Name | Number of Shares | Percentage (%) | Number of Shares | Percentage (%) |
|-----|---|------------------|----------------|------------------|----------------|
| 1. | Triton Holding Public Company Limited | 762,200,000 | 22.19 | 762,200,000 | 18.87 |
| 2. | Orion Global Partners Investment Management Limited | - | 0.00 | 605,000,000 | 14.98 |
| 3. | Mr. Phasu Wachirapong | 195,000,000 | 5.68 | 195,000,000 | 4.83 |
| 4. | Miss Waraporn Techaubon | 153,032,63 | 4.46 | 153,032,63 | 3.79 |
| 5. | Mr. Thititham Kamonwisit | 133,021,152 | 3.87 | 133,021,152 | 3.29 |
| 6. | LGT BANK (SINGAPORE) LTD | 61,000,000 | 1.78 | 61,000,000 | 1.51 |
| 7. | Mr. Sangchai Aphichattanaphat | 57,000,000 | 1.66 | 57,000,000 | 1.41 |
| 8. | Mr. Narat Sukthinthai | 40,453,020 | 1.18 | 40,453,020 | 1.00 |
| 9. | Thai NVDR Co., Ltd. | 39,200,283 | 1.14 | 39,200,283 | 0.97 |
| 10. | Miss Louise Techaubon | 38,200,000 | 1.11 | 38,200,000 | 0.95 |

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| | | | | | |
|-----|----------------------|---------------|--------|---------------|--------|
| 11. | Mr. Patinya Tewakorn | 31,271,645 | 0.91 | 31,271,645 | 0.77 |
| 12. | Other Shareholders | 1,923,665,473 | 56.02 | 1,923,665,473 | 47.63 |
| | Total | 3,434,044,203 | 100.00 | 4,039,044,203 | 100.00 |

3. Objectives of the Share Issuance and Plan for Use of Funds

The Company plans to use the funds received from this offering of newly issued shares as follows:

| Objective | Approximate Amount (Baht) | Timeline for Use of Funds |
|--|---------------------------|---------------------------|
| To be used as working capital for the Company's business to ensure sufficient funds for future business operations and expansion | 116.16 million Baht | Within 2025 – 2026 |
| Total | 116.16 million Baht | |

Remarks: However, the allocated amount and the allocation period may be adjusted based on the operational situation and suitability.

4. Impact on Existing Shareholders from the Issuance and Offering of Newly Issued Ordinary Shares to a Private Placement

The issuance of the Company's newly issued ordinary shares at the aforementioned price will have the following effects on the shareholders:

4.1 Impact on the Voting Rights of Existing Shareholders (Control Dilution)

After the issuance and offering of newly issued ordinary shares to a Private Placement, there will be an impact on the voting rights of existing shareholders, whose voting rights will be diluted by 14.98%, calculated as follows:

$$\begin{aligned}
 &= \frac{\text{Number of voting rights of newly offered shares}}{\text{Number of voting rights of existing shares} + \text{Number of voting rights of newly offered shares}} \\
 &= \frac{605,000,000}{3,434,044,203 + 605,000,000} \\
 &= 14.98\%
 \end{aligned}$$

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4.2 Impact on the Market Price of Shares (Price Dilution)

The price dilution effect results from the issuance and offering of newly issued shares to a Private Placement at an offering price of 0.192 Baht per share.

| | | |
|----------------------------------|---|--|
| Price Impact on Shares | = | $\frac{(\text{Market price before the offering} - \text{Market price after the offering})}{\text{Market price before the offering}}$ |
| | = | $\frac{0.21 - 0.2073}{0.21}$ |
| | = | 1.28% |
| Market price before the offering | = | The market price before the offering is calculated from the weighted average price of the Company's shares on the SET for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares, which was between July 18, 2568, and August 8, 2568, with a price of 0.21 Baht per share (information from the SET). |
| Market price after the offering | = | $\left[(\text{Market price before the offering} \times \text{Number of paid-up shares}) + (\text{Offering price of newly issued PP shares} \times \text{Number of newly issued PP shares}) \right] / (\text{Number of paid-up shares} + \text{Number of newly issued PP shares})$ |
| | = | $\frac{(0.21 \times 3,434,044,203) + (0.192 \times 605,000,000)}{3,434,044,203 + 605,000,000}$ |
| | = | 0.2073 Baht per share |

4.3 Impact on Earnings Per Share ("EPS") Dilution

The Company has had a loss over the past four quarters, resulting in a negative earnings per share. Therefore, the impact on earnings per share cannot be calculated.

5. Value Received by Shareholders Compared to the Impact on Share of Profit or Voting Rights of Shareholders

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When comparing the benefits that shareholders will receive from the offering of newly issued ordinary shares to a Private Placement with the impact on the shareholders' voting rights as detailed above, the Board of Directors believes that the offering of such newly issued ordinary shares will provide more benefits to shareholders than the impact on the reduction of share price or voting rights of shareholders. This is because the Company will receive funds to be used as working capital for its business, ensuring it has sufficient money for business operations and future business expansion. This will help strengthen the Company's financial structure and the debt-to-equity ratio in the long term for the benefit of the shareholders as a whole.

6. Opinion of the Board of Directors Regarding the Issuance, Offering, and Allocation of Newly Issued Shares

6.1 Reasons and Necessity of the Capital Increase

The Board of Directors is of the opinion that this allocation of newly issued shares to the Investor will increase the Company's cash flow to enhance its liquidity. Furthermore, the Company will gain a business partner, Orion Global Partners Investment Management Limited, which is an investment management company with expertise and business networks abroad.

For the reasons stated above, it is deemed that this allocation of newly issued shares to the Investor will result in an increase in the Company's business potential, expand its opportunities for growth and business development to be more comprehensive, and this offering of newly issued shares will help reduce the time and increase the success of fundraising to strengthen the Company's liquidity.

In addition, the Board of Directors believes that this capital increase and the allocation of newly issued shares will help the Company be prepared for business operations, increase the flexibility of the Company's capital structure, and ensure sufficient funds for business operations. This will enable the Company to build a stable and sustainable revenue base in both the short and long term, and will also help the Company maintain its ability to meet financial obligations, such as repaying debts and interest arising from normal business operations. This will increase the ability to expand investments, which will lead to a growth trend in the Company's future operations, increase financial liquidity, and allow for timely expansion of investments when the Company requires them. It will also help reduce the Company's financial costs if the new capital is used to repay debt, and make the Company's financial position more stable and secure, which will strengthen the Company's financial position and

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stability. The Company can also use the funds to generate revenue from investments and business development, and/or invest in new businesses that are related to or support the current business, which will create returns for the Company and shareholders in the future.

However, if the Company does not receive funds from this capital increase, it may lose the opportunity to enhance the Company's liquidity. For these reasons, the Board of Directors believes that the Company has a necessity for this capital increase.

6.2 Plan for Use of Funds and Feasibility of the Plan for Use of Funds from the Offering

The Company expects to complete the issuance and offering of newly issued shares to the Investor and receive the funds from the said offering within the period approved by the shareholders' meeting, but not exceeding 3 months from the date the shareholders' meeting resolves to approve the offering of the new shares. Alternatively, the Company must complete the share offering within 12 months from the date the shareholders' meeting resolves to approve the offering of the shares, in cases where the shareholders have clearly resolved that after the aforementioned 3-month period, the Board of Directors can determine the offering price according to the market price at the time of the offering. Therefore, after the 3-month period from the date the shareholders' meeting resolves to approve the offering of the new shares, the Board of Directors can determine the offering price according to the market price at the time of the offering. However, if the Company does not receive funds from this capital increase, it may lose the opportunity to enhance the Company's liquidity.

6.3 Appropriateness of the Capital Increase and Sufficiency of Funding Sources

The Board of Directors is of the opinion that this capital increase is reasonable and appropriate for the Company's current situation, as the Company has incurred losses throughout the past period. This capital increase and specific offering of newly issued ordinary shares will help increase the Company's business potential, expand opportunities for growth and development of its core and supplementary businesses to be more comprehensive, and will be a source of funds for the Company. It will also help increase the Company's working capital to boost financial liquidity and support normal operations in its core and related businesses.

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6.4 Expected Impact on the Company's Business Operations, Financial Position, and Operating Results

The Board of Directors, after consideration, believes that the increase in the Company's registered capital through the issuance of newly issued ordinary shares to be offered to the investor will strengthen both the financial structure and the debt-to-equity ratio of the Company in the long term, to help increase financial flexibility for future investment projects. Therefore, the said capital increase will not have a negative impact on the Company's business operations, financial position, or operating results.

6.5 Origin of the Determination of the Offering Price and Appropriateness of the Price of Newly Issued Shares to a Private Placement

The offering price of the newly issued ordinary shares offered to a Private Placement is a price resulting from negotiations between the Company and the Investor, set at 0.192 Baht per share. The Company's management determined this offering price by using a reference market price, calculated from the weighted average price of the Company's shares on the SET for 15 consecutive business days prior to the date the Board of Directors resolved to propose the agenda to the shareholders' meeting to approve the said offering of newly issued ordinary shares. This period was between July 18, 2568, and August 8, 2568, with a price of 0.21 Baht per share (information from the SET). The price was also considered in conjunction with the Company's share price on August 8, 2568, which had a closing price of 0.20 Baht per share, and a book value as of March 31, 2568, of 0.21 Baht per share. The Board of Directors compared the offering price with the market price, the closing price before the Board of Directors meeting, and the book value based on the latest reviewed financial statements. It also considered the appropriateness of the determined offering price, taking into account market conditions and the Investor's investment needs.

6.6 Reasons and Necessity for Offering Newly Issued Shares to a Private Placement

After the Company studied the reasonableness and benefits of this securities allocation as mentioned above, the Board of Directors considered and compared various forms of capital increases and found that the issuance and offering of newly issued ordinary shares to a Private Placement is an offering to a party with financial readiness and a fixed number of shares and offering price, which ensures that the Company will receive the required funds and can set a definite timeline for receiving the funds to be

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timely for its spending plans. In addition, it also creates a business partnership for the Company, as the shareholders of the Investor have experience and conduct businesses that are complementary and supportive, helping the Company to expand and grow its business to be more comprehensive.

Therefore, the Board of Directors is of the opinion that this issuance and offering of the Company's newly issued ordinary shares to the Investor will provide the Company with funds to enhance its liquidity and support its current business plan and future business expansion. This issuance and offering of newly issued ordinary shares will help the Company raise funds within a short period and reduce the burden on existing shareholders for the capital increase, which will lead to better liquidity and operating results for the Company. Furthermore, the Board of Directors considered other fundraising methods, including:

- (1) Capital increase through a Public Offering: The Board of Directors is of the opinion that this method of fundraising takes a longer time than a capital increase through the issuance and offering of the Company's newly issued ordinary shares to a private placement.
- (2) Issuance of debt instruments to institutional investors or high-net-worth investors (II/HNW): The Board of Directors is of the opinion that the issuance of debt instruments or debentures may face certain regulatory hurdles. Additionally, given the current market conditions, this fundraising method may be difficult, and the Company may not be able to raise the full amount.
- (3) Issuance and offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Right Offering): The Board of Directors believes that this fundraising method has limitations regarding the uncertainty of the amount of funds to be received, as existing shareholders may not subscribe for the full amount of the Company's newly issued ordinary shares. It may also be necessary to offer them at a price lower than the offering to a specific investor (Private Placement).

7. The Value of the Benefits Received from the Investor Compared to the Company's Offering of Newly Issued Ordinary Shares to a Private Placement

The Board of Directors has considered the appropriateness of setting the offering price for the newly issued ordinary shares to a Private Placement by setting a clear offering price. This price is higher than the closing share price of the Company before the Board of Directors meeting and is not less than 90%

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of the market price. The Board is of the opinion that even though after this capital increase to a private placement, the Investor will hold no more than 605,000,000 shares in the Company, or approximately 14.98% of the total paid-up shares after the issuance and offering of newly issued ordinary shares to this private placement, the Company will receive total funds of 116,160,000.00 Baht. This will help enhance liquidity and increase the Company's competitive potential in the long term, as well as lead to other possible business collaborations in the future. Therefore, it is believed that this offering of newly issued ordinary shares is worthwhile for the benefits the Company will receive and will create returns for the Company and shareholders in the future.

8. Certification of the Board of Directors

The Board of Directors certifies that the Board has performed its duties with honesty and care to protect the interests of the Company in matters related to this capital increase. It has also carefully reviewed the investor's information and believes that the said person will be able to create benefits for the Company and has investment potential. However, if the performance of such duties causes damage to the Company, shareholders can file a lawsuit to claim damages from the said director on behalf of the Company in accordance with Section 85 of the Public Limited Company Act. Furthermore, if the performance of such duties results in the director or a related person receiving an unlawful benefit, shareholders can exercise the right to file a lawsuit to reclaim the benefit from that director on behalf of the Company in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (including any amendments thereof).

In addition, the Board of Directors certifies that the Board has exercised care in considering and reviewing the information of Orion Global Partners Investment Management Limited and is of the opinion that Orion Global Partners Investment Management Limited is a capable investor with the potential to genuinely invest in the Company.

9. Opinion of the Audit Committee and/or Directors that Differs from the Opinion of the Board of Directors

-None-

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

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Yours sincerely,



(Mr. Tharakorn Junkerd and Miss Ingfa Petvipusit)

Authorized Director

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Enclosure 5

Proxy (Form A)

Written at.....

Date..... Month Year

I/WE.....Nationality.....Residing at.....
.....as a shareholder of
Global Consumer Public Company Limited, holding the total amount ofshares and have the right to vote equal
to votes as follows:

Ordinary shareshares and have the right to vote equal tovotes Hereby appoint

- ☐ (A) NameAge.....years
Residing at.....or
- ☐ (B) NameAge.....years
Residing at.....or
- ☐ (C) NameAge.....years
Residing at.....

As my/our proxy to attend and vote on my/our behalf at Extraordinary General Meeting of the Shareholders no.3/2025 on
September 19, 2025, at 2.00 p.m., at via electronic meeting (E-EGM) or at any adjournment thereof to any other date, time and
venue.

Any actions undertaken by the proxy in the meeting shall be deemed as being done by me/us in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Remarks: The shareholder assigning a Proxy must authorize only one proxy to attend and vote at the meeting and shall not
allocate its number of shares to several proxies to vote separately

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แบบหนังสือมอบฉันทะ แบบ ข.

Proxy (Form B)

เลขทะเบียนผู้ถือหุ้น _____

Shareholder's Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ถนน _____
I/We Nationality Residing at Road
ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Tambol/Kwaeng Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน)

Being a shareholder of Global Consumer Public Company Limited (the "Company")

โดยผู้ถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have the rights to vote equal to votes as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary share shares and have the right to vote equal to votes

หุ้นบุริมสิทธิ _____ - _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ - _____ เสียง

Preference share shares and have the right to vote equal to votes

(3) ขอมอบฉันทะให้

Hereby appoint

1. ☐ ชื่อ _____ อายุ _____ ปี
Name age years,
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at Road Tambol/Kwaeng
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Amphur/Khet Province Postal Code or

2. ☐ ชื่อ _____ อายุ _____ ปี
Name age years,
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at Road Tambol/Kwaeng
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Amphur/Khet Province Postal Code or

3. ☐ ชื่อ _____ อายุ _____ ปี
Name age years,
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at Road Tambol/Kwaeng
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Amphur/Khet Province Postal Code

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คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 3/2568 ในวันที่ 19 กันยายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) เพียงอย่างเดียว หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting No. 3/2025 on 19 September 2025 at 14:00 a.m. which will be held solely as E-Meeting, or such other date, time and place as the meeting may be adjourned.

(4) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We therefore would like to vote for each agenda item as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2568 เมื่อวันที่ 23 กรกฎาคม 2568

Agenda 1 To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2568 held on July 23, 2025.

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 พิจารณานุมัติการยกเลิกมติที่ประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2568 วาระดังต่อไปนี้ (1) วาระที่ 2 การเปลี่ยนแปลงมูลค่าที่ตราไว้ของหุ้นโดยการรวมมูลค่าหุ้นของบริษัทและการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเปลี่ยนแปลงมูลค่าที่ตราไว้ของหุ้นของบริษัท (2) วาระที่ 3 การลดทุนจดทะเบียนและทุนชำระแล้วของบริษัท โดยการลดมูลค่าที่ตราไว้ของหุ้นของบริษัท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัท (3) วาระที่ 4 การเพิ่มทุนจดทะเบียนของบริษัท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท และ (4) วาระที่ 5 การจัดสรรหุ้นสามัญเพิ่มทุนแบบมอบอำนาจทั่วไป (General Mandate) ให้แก่บุคคลในวงจำกัด (Private Placement) และยกเลิกการดำเนินการที่เกี่ยวข้อง

Agenda 2 To consider and approve the cancellation of the resolutions from the Extraordinary General Meeting of Shareholders No. 2/2025 for the following agendas: (1) Agenda 2: Changes in the par value of the Company's shares by consolidating them, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares; (2) Agenda 3: Reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital; (3) Agenda 4: Increase of the Company's registered capital, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital; and (4) Agenda 5: Allocation of newly issued ordinary shares under a General Mandate to a Private Placement and the cancellation of related actions.

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณานุมัติการออกและเสนอขายหุ้นกู้แปลงสภาพที่ออกใหม่ของบริษัทให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 3 To consider and approve the issuance and offering of the Company's newly issued Convertible Bonds to a Private Placement (PP).

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

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วาระที่ 4 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัท และพิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท

Agenda 4 To consider and approve the increase of the Company's registered capital, and to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital.

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง

วาระที่ 5 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อจัดสรรให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 5 To consider and approve the allocation of the Company's newly issued ordinary shares to be offered to a Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง

วาระที่ 6 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการใช้สิทธิของหุ้นกู้แปลงสภาพที่ออกใหม่ของบริษัทให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 6 To consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the exercise of rights of the Company's newly issued Convertible Bonds to a Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง

วาระที่ 7 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 7 Other matter (if any).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง

(5) การลงคะแนนเสียงของผู้รับมอบอำนาจในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบอำนาจนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any of my votes in any agenda performed by the proxy does not act as my voting intention stated in this proxy shall consider as faulty vote and not the vote of shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

MADAME BIOSCIENCE

In case I/We have not specified my/our voting intention in and agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves. Exception in case of the proxy has abstained vote as specified in this proxy form

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorise only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

For Agenda electing directors, the whole Board of Directors or certain directors can be elected.

3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแบบ

The proxy may split the votes. In this regard, if the content is too long, it can be specified in the attached supplemental proxy form B.

MADAME BIOSCIENCE

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplemental Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้น ครั้งที่ 3/2568 ในวันที่ 19 กันยายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) เพียงอย่างเดียว หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The Proxy is granted by a shareholder of Global Consumer Public Company Limited. For the Extraordinary General Meeting No. 3/2025 on 19 September 2025 at 14.00 a.m. which will be held solely as E-Meeting, or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/Grantor

(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/Proxy

(_____)

วันที่/ Date _____

MADAME BIOSCIENCE

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy (Form C)

เลขทะเบียนผู้ถือหุ้น _____

Shareholder's Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ถนน _____

I/We

Nationality

Residing at

Road

ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Tambol/Kwaeng Amphur/Khet Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

as a custodian of _____

(2) เป็นผู้ถือหุ้นของ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน)

Being a shareholder of Global Consumer Public Company Limited (the "Company")

โดยผู้ถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้

Holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary share _____ shares and have the right to vote equal to _____ votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้

Hereby appoint

1. ☐ ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years,

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at _____ Road _____ Tambol/Kwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Amphur/Khet _____ Province _____ Postal Code _____ or

2. ☐ ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years,

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at _____ Road _____ Tambol/Kwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____ หรือ

Amphur/Khet _____ Province _____ Postal Code _____ or

3. ☐ ชื่อ _____ อายุ _____ ปี
Name _____ age _____ years,

อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____

Residing at _____ Road _____ Tambol/Kwaeng

อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____

Amphur/Khet _____ Province _____ Postal Code

MADAME BIOSCIENCE

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 3/2568 ในวันที่ 19 กันยายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) เพียงอย่างเดียว หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The Proxy is granted by a shareholder of Global Consumer Public Company Limited. For the Extraordinary General Meeting No. 3/2025 on 19 September 2025 at 14.00 a.m. which will be held solely as E-Meeting, or such other date, time and place as the meeting may be adjourned.

(4) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We would like to grant proxy holder to attend and vote in the Meeting as follows:

☐ มอบอำนาจตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้

Grant the entire amount of holding shares and entitled to vote

☐ มอบอำนาจบางส่วน คือ

Grant the partial amount of holding shares as follows:

| | |
|--|--|
| <input type="checkbox"/> หุ้นสามัญ.....หุ้น | มีสิทธิออกเสียงลงคะแนนได้เท่ากับ.....เสียง |
| ordinary share shares | and have the right to vote equal to votes |
| <input type="checkbox"/> หุ้นบุริมสิทธิ.....หุ้น | มีสิทธิออกเสียงลงคะแนนได้เท่ากับ.....เสียง |
| preferred share shares | and have the right to vote equal to votes |

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด.....เสียง

Total voting rights vote (s)

(5) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We therefore would like to vote for each agenda item as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2568 เมื่อวันที่ 23 กรกฎาคม 2568

Agenda 1 To consider and approve the minutes of the Extraordinary General Meeting of Shareholders No. 2/2568 held on July 23, 2025.

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

| | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> จดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 2 พิจารณานุมัติการยกเลิกมติที่ประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2568 วาระดังต่อไปนี้ (1) วาระที่ 2 การเปลี่ยนแปลงมูลค่าที่ตราไว้ของหุ้นโดยการรวมมูลค่าหุ้นของบริษัทและการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเปลี่ยนแปลงมูลค่าที่ตราไว้ของหุ้นของบริษัท (2) วาระที่ 3 การลดทุนจดทะเบียนและทุนชำระแล้วของบริษัท โดยการลดมูลค่าที่ตราไว้ของหุ้นของบริษัท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการลดทุนจดทะเบียนของบริษัท (3) วาระที่ 4 การเพิ่มทุนจดทะเบียนของบริษัท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท และ (4) วาระที่ 5 การจัดสรรหุ้นสามัญเพิ่มทุนแบบมอบอำนาจทั่วไป (General Mandate) ให้แก่บุคคลในวงจำกัด (Private Placement) และยกเลิกการดำเนินการที่เกี่ยวข้อง

Agenda 2 To consider and approve the cancellation of the resolutions from the Extraordinary General Meeting of Shareholders No. 2/2025 for the following agendas: (1) Agenda 2: Changes in the par value of the Company's shares by consolidating them, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the change in the par value of the Company's shares; (2) Agenda 3: Reduction of the Company's registered capital and paid-up capital by decreasing the par value of the Company's shares, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the reduction of the Company's registered capital; (3) Agenda 4: Increase of the Company's registered capital, and the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital; and (4) Agenda 5: Allocation of newly issued ordinary shares under a General Mandate to a Private Placement and the cancellation of related actions.

MADAME BIOSCIENCE

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง
- Approve Disapprove Abstain

วาระที่ 3 พิจารณานุมัติการออกและเสนอขายหุ้นกู้แปลงสภาพที่ออกใหม่ของบริษัทให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 3 To consider and approve the issuance and offering of the Company's newly issued Convertible Bonds to a Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง

วาระที่ 4 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัท และพิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท

Agenda 4 To consider and approve the increase of the Company's registered capital, and to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to align with the increase of the Company's registered capital.

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง

วาระที่ 5 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อจัดสรรให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 5 To consider and approve the allocation of the Company's newly issued ordinary shares to be offered to a Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง

วาระที่ 6 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการใช้สิทธิของหุ้นกู้แปลงสภาพที่ออกใหม่ของบริษัทให้แก่บุคคลในวงจำกัด (Private Placement : PP)

Agenda 6 To consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the exercise of rights of the Company's newly issued Convertible Bonds to a Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง

วาระที่ 7 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 8 Other matter (if any).

- ☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

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☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

(6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Any of my votes in any agenda performed by the proxy does not act as my voting intention stated in this proxy shall consider as faulty vote and not the vote of shareholder.

(7) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/We have not specified my/our voting intention in and agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือว่า ข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves. Exception in case of the proxy has abstained vote as specified in this proxy form

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

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หมายเหตุ/Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทย เป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
2. หลักฐานที่ต้องแนบพร้อมหนังสือมอบฉันทะ คือ
Evidences to be enclosed with the proxy form are:
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of Attorney form shareholder authorises a custodian to sign the Proxy Form on behalf of the shareholder.
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Letter of certification to certify that the signer in the Proxy form have a permit to act as a Custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorise only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
For Agenda electing directors, the whole Board of Directors or certain directors can be elected.
5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตอมหนังสือมอบฉันทะแบบ ค. ตามแนบ
The proxy may split the votes. In this regard, if the content is too long, it can be specified in the attached supplemental proxy form C.

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ใบประจำตอแบบหนังสือมอบฉันทะแบบ ค.

Supplemental Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน) ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 3/2568 ในวันที่ 19 กันยายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) เพียงอย่างเดียว หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The Proxy is granted by a shareholder of Global Consumer Public Company Limited. For the Extraordinary General Meeting No. 3/2025 on September 19 2025 at 14.00 a.m. which will be held solely as E-Meeting, or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย เสียง

Approve

Votes

☐ ไม่เห็นด้วย.....เสียง

Disapprove

Votes

☐งดออกเสียง.....เสียง

Abstain

Votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย เสียง

Approve

Votes

☐ ไม่เห็นด้วย.....เสียง

Disapprove

Votes

☐งดออกเสียง.....เสียง

Abstain

Votes

วาระที่ _____ เรื่อง _____

Agenda

Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

☐ เห็นด้วย เสียง

Approve

Votes

☐ ไม่เห็นด้วย.....เสียง

Disapprove

Votes

☐งดออกเสียง.....เสียง

Abstain

Votes

ข้าพเจ้าขอรับรองว่า รายการในใบประจำตอหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/Grantor

(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/Proxy

(_____)

วันที่/ Date _____

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Enclosure 6

Details of independent directors for proxy granting of Extraordinary General Meeting of Shareholders

No. 3/2025

Name: Mr. Anant Sirisaengtaksin

Position: Chairman of the Audit Committee and Independent Director

Nationality: Thai

Age: 73 years

Education:

- Accounting, Chulalongkorn University.
- MBA (Accounting), Eastern New Mexico University, U.S.A.
- Cert. International Tax Program, Harvard University, U.S.A.

Director Training Courses with Thai Institute of Directors (IOD):

- Director Certificate Program (DCP) No. 73/2006
- Advanced Audit Committee Program(AACP) No. 22/2016
- Capital Market Academy No. 13

Current Position:

- Listed Company: 5 Companies
 1. Chairman of the Board, Chairman of the Audit Committee and Independent Director, Global Consumer Public Company Limited.
 2. Independent Director and Chairman of the Audit Committee, Villa Kunalai Public Company Limited.
 3. Director, AIRA capital Public Company Limited
 4. Independent Director and Audit Committee, Asia Green Energy Public Company Limited.
 5. Independent Director and Audit Committee, Chiang Mai Rim Doi Public Company Limited.
- Non – listed Company:
 - None-
- Current Positions in others that may cause conflict of interests to GLOCON
 - None-

Number of GLOCON Shareholding : None

Interest/No Interest in the AGM agenda : None

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Details of independent directors for proxy granting of Extraordinary General Meeting of Shareholders

No. 3/2025

Name/Surname: Ms. Chularat Suteethorn

Current Position: Director and Independent director, and Audit Committee.

Nationality: Thai

Age: 70 years

Education:

- Master of Development Studies (MDS), Economic Policy and Planning Institute of Social, Netherlands
- Bachelor of Arts (Economics), Finance and Banking Major (Second Class Honors), Kasetsart University

Director Training Courses with Thai Institute of Directors (IOD):

- Director Accreditation Program (DAP) Class 40/2005
- Director Certification Program (DCP) Class 72/2006
- Finance for Non - Finance Director (FND) Class 28/2006
- Financial Statement for Director (FSD) Class 10/2010
- Audit Committee Program (ACP) Class 39/2012
- Risk Management Program for Corporate Leaders (RCL) Class 21/2020
- Boards that Make a Difference (BMD) Class 10/2020
- The Cullinan, The Making of the Digital Board Class 1/2022

Current Position:

- Listed Company: 4 Companies
 - Audit Committee and Independent Director, Global Consumer Public Company Limited.
 - Independent Director, Audit Committee, DTC Enterprise PCL
 - Independent Director, AEON Thana Sinsap (Thailand) PCL.
 - Independent Director Chairman of Audit Committee and Risk Management Committee, Seafco PCL.
 - Director Country Group Holdings PCL.
- Non – listed Company:
 - Advisor, Boolim Entertainment Company Limited
 - Chairman of the Executive Committee, Cloud Communication Company Limited
 - Chairman of the Executive Committee, Wealth Factory Krabi Company Limited
- Current Positions in others that may cause conflict of interests to GLOCON
 - None

Number of GLOCON Shareholding : 2591 shares

Interest/No Interest in the EGM agenda : None

Articles of Regulation Rules for shareholder meeting

Chapter 5: Shareholder meeting

No.30 – The Board of Directors shall convene a shareholders' meeting as an annual ordinary meeting within 4 (four) months as from the last date of the Company's accounting period.

Shareholders' meetings other than that mentioned in Paragraph 1 shall be called extraordinary meetings. The Board of Directors may summon a shareholders' meeting as an extraordinary meeting at any time as it may deem expedient.

One or several shareholder(s) representing shares equal to not less than 10% of the total number of shares issued or subscribed shall execute a letter requesting the Board of Directors to summon a shareholders' meeting as an extraordinary meeting at any time but it shall be clearly specified with matters and reasons for summoning the meeting in such letter. In such case, the Board of Directors shall convene a shareholders' meeting within 45 (forty-five) days as from the date of receiving such letter from shareholder(s).

In case, the Board of Directors failed to convene a meeting within the prescribed period of time under Paragraph 3, all shareholders subscribing or other shareholders jointly representing the number of shares as required may summon a meeting within 45 (forty-five) days as from the due date thereof under Paragraph 3. In such case, such meeting shall be regarded as the Shareholders' Meeting summoned by the Board of Directors; whereas, the Company shall be responsible for necessary expenses incurred from the convening of such meeting and to provide reasonable facilitation thereto. In case, it appeared that in any shareholders' meeting which was summoned by shareholder(s) under Paragraph 4, the number of shareholders attending the Meeting which could not constitute a quorum as prescribed in Clause 35 hereof, shareholders under Paragraph 4 shall assume their joint responsibilities for reimbursement of expenses incurred from convening such meeting to the Company.

No.31 – Regarding the summoning of the Meeting, the Board of Directors shall provide invitation for the meeting specified with the venue, date, time, agenda and matters to be proposed to the Meeting, together with proper details, and clearly specified as matters to be proposed to the Meeting for acknowledgment, approval or consideration, as the case may be, including opinions of the Board of Directors on such matters, and shall submit it to shareholders and the Registrar for acknowledgment for at least 7 days prior to the date of the Meeting, and shall publish the notice of summoning of the Meeting in newspapers for 3 consecutive days and for at least 3 days prior to the date of the

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Meeting. The Shareholders' Meeting shall possibly hold in another area from where the head office or a branch office of the company is located or nearby province.

No.32 – In a shareholders' meeting, shareholders shall be entitled to attend and cast their votes in a shareholders' meeting; however, they may appoint their proxies to attend and cast their votes in such meeting. In case of proxy, such proxy notice shall be submitted to the Chairman of the Board of Directors or the person fixed by the Chairman of the Board of Directors at the venue of the Meeting before their proxies shall attend such meeting.

No.33 – In a shareholders' meeting, at least 25 shareholders and their proxies (if any) shall attend the meeting or not less than half of the total number of shareholders and representing not less than one-third of the total number of the issued shares to constitute a quorum.

In case, it appeared that, in any shareholders' meeting, such appointment time of the meeting has been elapsed for an hour, and the number of shareholders attending the meeting did not constitute a quorum as prescribed, in case, such shareholders' meeting was summoned upon the shareholder's request, then, such meeting shall be cancelled. In case, such shareholders' meeting was summoned not upon the shareholder's request, then, such meeting shall be reconvened and a notice of the meeting shall be sent to shareholders for not less than 7 (seven) days before the date of the meeting; provided that in the latter meeting, no quorum shall be required.

No.34 – In every shareholders' meeting, the Chairman of the Board of Directors shall be the Chairman of the meeting. If the Chairman is not present at the meeting or unable to perform the duties for any reason, the Vice Chairman shall be the Chairman of the meeting instead. If the Vice Chairman is not present at the meeting or is unable to perform his duties as well, the shareholders attending the meeting shall elect one shareholder to be the Chairman of that particular meeting.

No.35 – In voting, one share shall represent one vote and the resolution of the shareholders' meeting shall consist of the following votes:

(1) In normal cases, a resolution thereof shall be passed by the majority votes of shareholders attending and casting their votes in the meeting. In case of a tie, the Chairman of the Meeting shall have one additional and casting vote.

(2) In the following cases, a resolution thereof shall be passed by at least three-fourth of the total number of votes of shareholders attending and having rights to cast votes in the meeting:

(a) Divestiture or transfer of the whole or material part of the Company's business to a third party;

(b) Acquisition or acceptance of transfer of business of other companies or private companies to be owned by the Company;

(c) Execution, amendment or cancellation of contracts relating to the leasing out of the whole or material part of the Company's business,

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Assignment of a third party to manage the Company's business, or amalgamation of business with a third party with an objective of sharing of profits and losses;

- (d) Amendment of the Memorandum of Regulation or Articles of Association;
- (e) Increasing or decreasing the capital of the Company or issuing debentures;
- (f) Merger or dissolution of the Company.

No.36 – The following business at the Annual General Meeting shall be done:

- (1) The Board of Directors shall present the annual operating results and jointly propose advice on business operation in the future;
- (2) Consideration and approval of balance sheets and the profit and loss accounts of the previous year;
- (3) Consideration and allocation of dividends, profits, reserves (if any), including directors' remunerations;
- (4) Election of new directors in place of the retiring directors;
- (5) The meeting shall consider the determination of directors' remuneration.
- (6) The meeting shall consider the appointment of the auditor and determine the amount of audit fees.
- (7) Consideration of other businesses that the Board of Directors deemed expedient to ask for a resolution in the general meeting, including businesses required by laws to receive a resolution in the general meeting

Chapter 7 Capital Increase and Capital Decrease

- No. 46 – The Company may increase its capital from the registered by issuing new shares to increase its capital in accordance with the resolution of the shareholders' meeting with a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having right to vote. Newly issued shares in the capital increase may be offered for sale in whole or in part. and will be offered to the shareholders in proportion to the shareholder or will be offered to the public or other persons, whether in whole or in part, in accordance with the resolution of the shareholders' meeting.
- No. 47 – The Company will reduce its capital from the registered capital by reducing the value of each share to a lower or reduce the number of shares or cut off registered shares that cannot be sold or that have not been sold.

Rules for attending the shareholders' meeting via electronic media (E-AGM)

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company within **September 17, 2025**. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the email you have sent to inform the Company. The Link will be sent 2 days in advance of the meeting date.

Requesting to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via Email or postal mail.
2. Submit your request to attend the meeting by sending information via website or QR Code.

If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via Email or postal:

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Enclosure10) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
 - 2.1 Shareholders who are natural persons:
 - If a shareholder wishes to attend the meeting in person via E-Meeting:
 - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.
 - If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
 - The Proxy (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.

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- A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

2.2 Shareholders who are juristic persons:

- If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)
 - The Proxy (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
 - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
 - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
 - Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company within the date **September 17, 2025**.
 - Email channel : glocon@ojconsultinggroup.com
 - Postal channels : OJ International Company Limited., 5/6 Tessaban Rangsarit Nuea Road, Lat Yao, Chatuchak, Bangkok 10900

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If a shareholder wishes to submit a request to attend the meeting via electronic media (E-AGM) via the website or QR Code

1. Request to attend the meeting via Web Browser: Chrome by going to

| Scan QR Code | Go to Link |
|---|---|
|  | https://madame.thekoble.com/agm/emeeting/index/1 |

2. Fill in the information of shareholders:

1. Securities holder account number;
2. Name (do not include a title) If the shareholder is a juristic person, do not fill in this field;
3. Last Name (In case the shareholder is a juristic person, enter the name of the juristic person in the last name field);
4. ID card number;
5. Attach the file of the company certificate (In the case of a shareholder who is a juristic person);
6. Choose to accept the terms and consent to access to personal information;
7. Press "Confirm"

3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.

1. Name - Surname (English);
2. Email to receive a link to attend the meeting;
3. Mobile phone number;
4. Select the attendance type:
 - i. Attend the meeting in person via E-AGM;
 - ii. Authorize the natural persons to attend the meeting via E-AGM;
 - iii. Assign a proxy to an independent director;
5. Press "Next"

In the case of appointing the natural person to attend the meeting via E-AGM:

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Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. Save the proxy's information and attach supporting documents:
 - a. Name-surname of the proxy (Thai language);
 - b. Name-surname of the proxy (English);
 - c. Attach a copy of the proxy's identity document;
 - d. Attach the proxy form with complete information and signature;
5. Press "Next";
6. The system will display a message "Information received successfully," check the name, surname and number of shares again;
7. Close window to finish;

In the case of appointing a proxy to an independent director:

1. Attach a copy of the shareholder's identity document (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname and number of shares again;
5. Close window to finish;

Remark: The system for receiving the request to attend the meeting will be open for operation from **September 17, 2025** or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

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Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within the **September 17, 2025**, please get in touch with the Company immediately.
2. Please prepare the following information for logging in the meeting
Self-Attending: Shareholder Account Number (10 digits Number) and ID Card.
Proxy: Proxy ID Card and Proxy's Mobile Number.
3. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

Remark: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

| IOS system | Android system |
|---|---|
|  |  |
| https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307 | https://play.google.com/store/apps/details?id=us.zoom.videomeetings |

4. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
5. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
6. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

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7. If attendees have any problems or problems in using the E-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

***** This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. *****

If a shareholder wishes to appoint an independent director as a proxy:

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Enclosure 6) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within the date **September 17, 2025** via the following channels:

- By Email: MADAME@ojconsultinggroup.com
- By mail: OJ International Company Limited., 5/6 Tessaban Rangsarit Nuea Road, Lat Yao, Chatuchak, Bangkok 10900

Remark: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:

By Email: MADAME@ojconsultinggroup.com

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By mail: OJ International Company Limited., 5/6 Tessaban Rangsarit Nuea Road, Lat Yao, Chatuchak, Bangkok 10900

Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-AGM meeting:

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:
 - By Email : IR@glocon.co.th
 - Telephone: 02-5535000 # 333
 - By mail: Company Secretary of Global Consumer Public Compny Limited
No.60 Soi Praditmanutham19, Praditmanutham Road, Ladprao, Bangkok 10230
2. Submit advice or questions **during the meeting** to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:
 - Q&A channel for text messages;
 - An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

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Enclosure 9

ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน)

Acceptance for the invitation of online meeting of Global Consumer Public Company Limited

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท โกลบอล คอนซูเมอร์ จำกัด (มหาชน)

Being a shareholder of Global Consumer Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of share

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 3/2568

I would like to participate the E-AGM for the Extraordinary General Meeting of the Shareholders No. 3/2025

เข้าร่วมประชุมด้วยตัวเอง เบอร์โทรศัพท์มือถือ.....(โปรดระบุ)

(Self-Attending) Mobile Number Please fill in the blank.

มอบฉันทะให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to attend the meeting.

เบอร์โทรศัพท์มือถือของผู้รับมอบฉันทะ.....(โปรดระบุ เพื่อใช้ในการเข้าระบบ)

Proxy's Mobile Number Please fill in the blank.

(3) ข้อมูลในการจัดส่ง URL เพื่อเข้าประชุมและวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail Please fill in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามเอกสารแนบ 6. วิธีการเข้าร่วมประชุม ภายในวันที่ 17 September 2568

Please submit the required document per an attachment 6 by within on September 17, 2025

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email

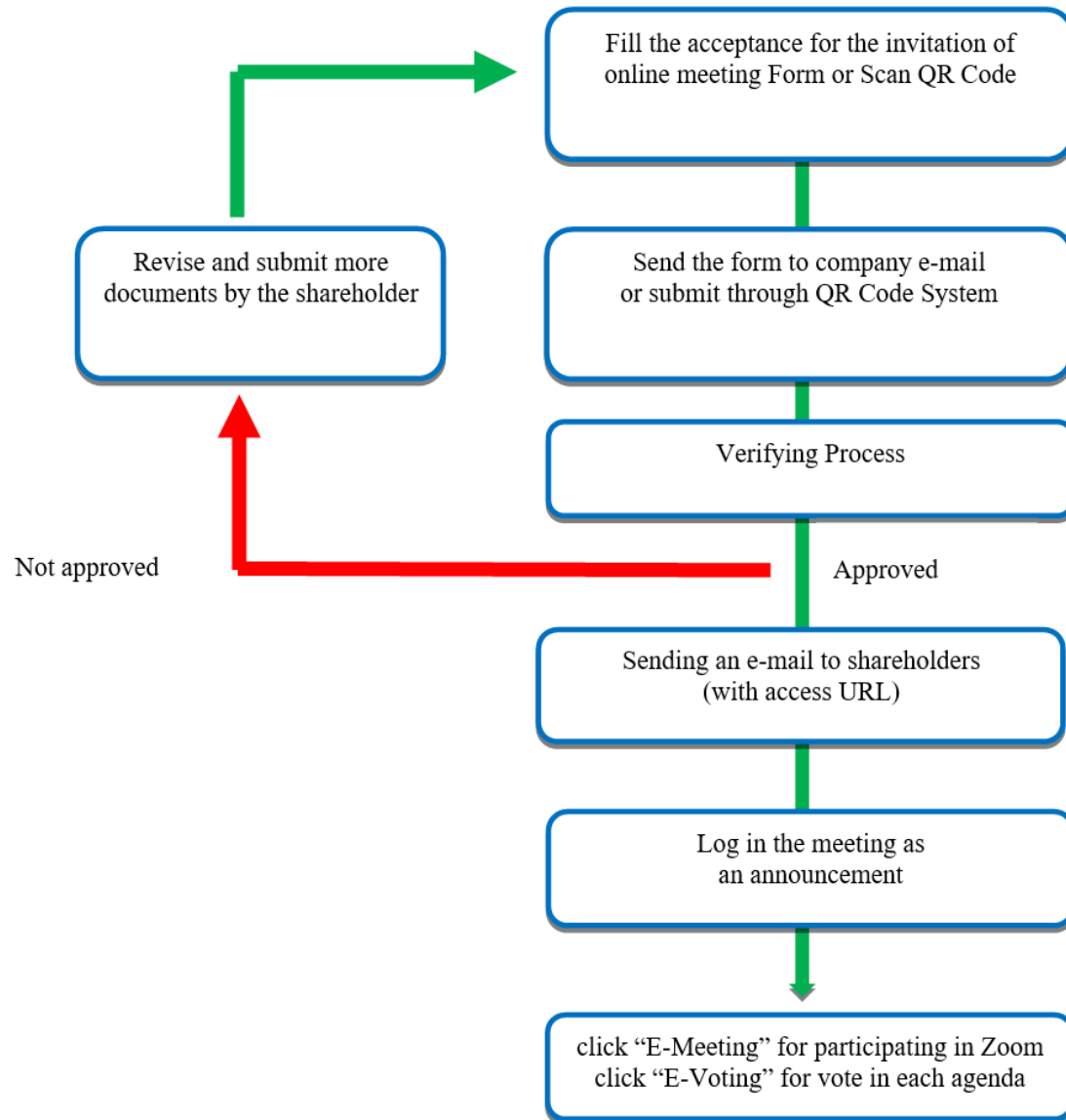
(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

E-AGM Flowchart



Procedure for submitting questions about the shareholders' meeting

The Board of Directors deems it appropriate to give shareholders an opportunity to express their opinions. and or send questions about the shareholders' meeting to the Board of Directors in advance of the Meeting date. Shareholders can submit their opinions and/or questions to the Company via the following channels;

1. Shareholders who have opinions and/or questions, please provide your information with details as follows;
 - Name, address, telephone number, fax number and e-mail (if any) that the company can contact
 - Comments and/or questions you want to ask along with documents and attached information (if any)

2. Channels to submit comments and/or questions
 - Email : ir@glocon.co.th
 - Line ID : [ir_glocon](#)



3. Open-time for opinion and/or question

The Company invites shareholders to submit their opinions and/or questions about the Shareholders' Meeting from now until September 17, 2025

4. The Company Secretary will collect opinions and/or questions and send it to the Chairman of the Board of Directors or relevant executive directors to consider and answer such questions to the shareholders on the next Shareholder Meeting.

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Advance Questionnaire Form for Electronic Conferencing

Name -Surname.....

☐ Shareholder☐ Proxy from.....

Which agenda do you have questions?

Question or suggestion

[illegible]