

SET 2026/002

24 February 2026

Subject: Management Discussion and Analysis (MD&A) of TEAM Consulting Engineering and Management Public Company Limited and Its Subsidiaries (“the Company”) for the Year 2025 ended 31 December 2025

To President
The Stock Exchange of Thailand

Executive Summary

Overview of Key Events and Significant Developments

Confidence Amid Challenges

In 2025, although Thailand’s construction and engineering industry faced challenges arising from reports of accidents and structural damage in several projects, which affected public confidence on a broad scale, the Company would like to clarify and confirm to shareholders and investors that TEAM Consulting Engineering and Management Public Company Limited (“TEAMG”) has not been involved in any of the projects reported to have encountered such issues throughout the past year. The Company’s ability to maintain its operational capability without disputes or major incidents (Zero Major Incident) reflects its strong fundamentals in SQT (Service, Quality, Teamwork) quality control, safety awareness, and professional engineering ethics, which serve as key safeguards enabling TEAMG’s work to gain high recognition from leading government agencies and prominent private sector organizations.

Major Projects and Outstanding Achievements in 2025: Reaching a New Record of Contract Awards

The year 2025 marked another successful milestone for the Company, as the total value of newly signed project contracts significantly exceeded the target set at the beginning of the year. Growth was achieved in both the engineering consulting business and related business segments. Key project highlights driving this growth are as follows:

Engineering Consulting Business

The Company continues to demonstrate its strength as a leading consultant in national infrastructure projects and has been entrusted with several major assignments, including:

- **Transportation Infrastructure Projects** The Company remains one of the leaders in transportation engineering consultancy, having been entrusted with strategic national projects that are expected to generate recurring revenue over the next 3–5 years, such as railway design projects, airport design projects, and highway design projects.

- **Mass Transit / Rail System Project:** Signing of a project management consultancy contract for the main rail system, Salaya–Nakhon Pathom section: An engineering feasibility study to enhance transport connectivity across the metropolitan periphery.
- **Airport Projects:** Expansion of scope under regional airport survey and design projects to support the growth of the tourism industry.
 - o **Phuket International Airport** – Total project value: 200 million Baht. The Company’s awarded portion: 88 million Baht (including VAT) for the survey and design of Phuket Airport Development Phase 2, aimed at increasing international passenger handling capacity by up to 5.5 million passengers per year, bringing the total capacity to not less than 18 million passengers per year.
 - o **Mae Fah Luang International Airport, Chiang Rai** – The Company was awarded the survey and design for Mae Fah Luang – Chiang Rai Airport Development Phase 1. Total project value: 205 million Baht. The Company’s awarded portion: 114 million Baht (including VAT) to increase capacity to 6 million passengers per year.
- **Water Resources and Environmental Management Projects**, which represent one of the Company’s core areas of expertise:
 - **Flood Mitigation Project:** Construction supervision contract for coastal erosion prevention and mitigation at Bang Khun Thian and the Coastal Surveillance Center, in collaboration with the Bangkok Metropolitan Administration.
 - **Raw Water Procurement Project:** Construction supervision for raw water procurement to produce tap water in the Northeastern region.
 - **Water Resource Development Project:** Consultancy services for feasibility study and design to strengthen water resource security in the EEC area and industrial sector.
 - **Landslide Monitoring Project:** Installation of nationwide landslide and flash flood early warning systems.

Related Business (EPC & Related Business) This segment recorded significant growth in line with the Company’s expansion strategy, leveraging its expertise in engineering studies and design. The Company secured key projects under the EPC (Engineering, Procurement, and Construction) model, including utility systems, wastewater treatment system construction, and specialized infrastructure systems.

Business Direction for 2026

Following the significant growth of the Company’s business in 2025, the Company has established its operational direction for 2026 by continuing to adhere to its core strategy of focusing on public sector infrastructure projects in which the Company has strong expertise. The Company will continue to participate in and undertake projects where it has a high level of specialization in rail systems and transportation infrastructure, as well as in airport and aviation sectors, which are expected to receive continuous government budget support. At the same time, the Company will pursue growth in projects under the EPC (Engineering, Procurement, and Construction) model in parallel with its core consulting business.

Subsequent Events after the Reporting Period

On 24 February 2026, the Board of Directors' Meeting No. 1/2026 of the Company resolved to approve the proposal for dividend payment from the net profit for the year 2025 at the rate of 0.16 Baht per share to the shareholders, totaling 817,901,618 shares, representing a total dividend payment of approximately 130.86 million Baht.

Summary of Operating Results

The operating results of TEAM Consulting Engineering and Management Public Company Limited and its subsidiaries ("the Company") for the year 2025 are summarized as follows:

Operating result	For the Year ended		Change	
	31December 2025	31December 2024	MB	%
Sales and service income	2,503.42	1,872.10	631.32	34%
Cost of sales and service	(1,901.13)	(1,368.05)	(533.08)	39%
Gross Profit	602.29	504.05	98.24	19%
	24%	27%		
Administrative expense	(363.00)	(315.05)	(47.95)	15%
Loss on changes in value of equity instrument designated at fair value through profit or loss	(4.70)	(8.90)	4.20	(47%)
Gain on sales of investment in associated company	-	4.25	(4.25)	(100%)
Dividend income	19.76	11.61	8.15	70%
Other income	3.86	6.37	(2.51)	(40%)
Operating profit	258.21	202.33	55.88	28%
Share of profit (loss) from investments in joint venture and associates	(3.66)	1.41	(5.07)	(360%)
Finance income	5.17	5.79	(0.62)	(11%)
Finance costs	(13.42)	(16.48)	3.06	(19%)
Profit before income tax expenses	246.30	193.05	53.25	28%
Income tax expenses	(49.07)	(38.60)	(10.47)	27%
Net Profit for the year	197.23	154.45	42.78	28%
	8%	8%		
Earnings/ per share	0.24	0.19	0.05	26%

“All-Time High in Both Revenue and Net Profit Driven by Synergy of Core and Related Business”

The year 2025 marked a truly outstanding year for TEAMG. The Company delivered significant growth in both total revenue and net profit, increasing substantially from the previous year and achieving a new all-time high. This achievement was driven by the “**Integrated Engineering Solutions**” strategy, which integrates the strengths of the two core businesses.

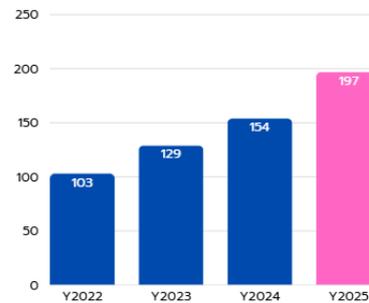
Revenue

2024 vs 2025
+631 MB (+34%)



Net Profit

2024 vs 2025
+43 MB (+28%)



Revenue

Revenue increased by 34% from the previous year, representing a new high for the Company. The key driver was the increased revenue recognition from both business segments:

- **Consulting Business:** Remains the Company's strong foundation, supported by large and ongoing government sector projects, ensuring consistent and stable revenue.
- **Related Business & EPC:** Has become a key growth engine, particularly in engineering systems and specialized construction projects. A high volume of project deliveries this year has led to a clear increase in revenue contribution from this segment.

Gross Profit

Gross profit increased by 19% from the previous year. The primary reason was the significant growth in revenue from EPC projects, while revenue from the engineering consulting business continued to grow steadily, resulting in an overall increase in gross profit.

Net Profit

Net profit increased by 28% from the previous year, exceeding the growth rate of gross profit. The key supporting factors were effective internal management across three principal dimensions, as follows:

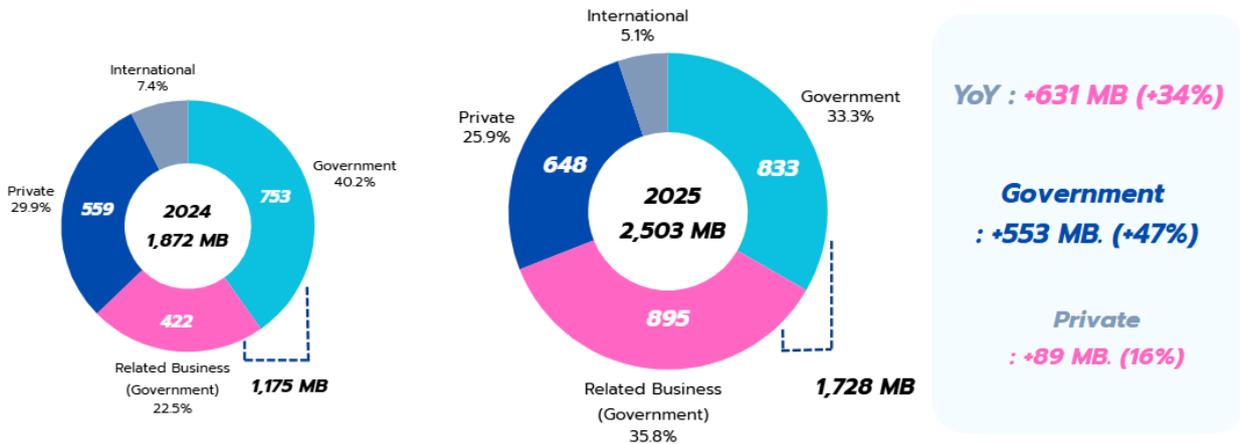
- **Efficiency in Expense Management** The Company controlled its administrative expenses to grow at a rate lower than revenue expansion, reflecting the realization of economies of scale in its operations. Through the optimal utilization and sharing of personnel resources across consulting projects and related business, the Company significantly enhanced its profitability.
- **Financial Cost Management** Although the expansion into the Related Business (Engineering, Procurement, and Construction/EPC) requires substantial capital investment, which would normally lead to higher interest expenses, the Company has implemented prudent financial planning. In addition, the decline in interest rates during the year supported effective financial cost management.
- The Company was able to manage its financial costs efficiently. As a result, the debt-to-equity ratio and interest burden remained at appropriate levels and did not affect net profit.

- **Share of Profit from Investments in Strategic Partners** Another supporting factor for net profit was dividend income from investments in strategic partners and associates under the Company’s synergy strategy, which has begun to generate returns and strengthen the Company’s earnings base.

Revenue by Client Segment



“Government-Driven Growth Strategy (G : +47%)”



In 2025, the Company’s revenue structure showed a clear and notable development, reflecting the success of its synergy strategy between the Consulting Business and the Related Business/EPC. Details are as follows:

1. Growth by Business Segment

- **Related Business & EPC:** Revenue grew significantly by 112% from the previous year, driven by the extension of the Company’s engineering expertise into large-scale EPC (Engineering, Procurement, and Construction) projects. This was the key factor supporting total revenue to reach a new all-time high.
- **Consulting Business:** Continued to grow steadily at 13%.

2. Growth by Client Segment

- **Government Sector:** Revenue increased by 47%, mainly from consulting and project management services in national infrastructure projects, including transportation and water management works.
- **Private Sector:** Revenue grew by 16%, primarily from large-scale real estate project management services.

Backlog

As of 31 December 2025, the Company had purchase orders or contracts awaiting delivery in the total amount of 5,395 million Baht. This comprised 65% of engineering consulting business and 35% of related services business.

Cost of Services

Cost of services increased by 39%, mainly due to higher work volume. The gross profit margin decreased slightly as the Company expanded into the Related Business, including engineering, procurement, and construction (EPC) services, which typically carries higher cost structures than the engineering consulting business.

Administrative Expenses

Administrative expenses increased by 15%, a smaller proportion than revenue growth. Administrative expenses consist of core expenses such as salaries and benefits, research and development expenses, and software licenses expenses, etc. The Company has implemented an effective management system to support business expansion in both consultancy and related business in EPC, resulting in stable administrative costs despite ongoing business growth.

Profit (Loss) on changes in value of equity instrument designated at fair value through profit or loss

The Company invested in 10 million shares of a listed company, of which 5 million shares were classified as equity instrument designated at fair value through profit or loss (FVTPL). This resulted in the Company recognizing a profit (loss) from changes in the fair value of these shares in the statement of comprehensive income.

Dividend Income

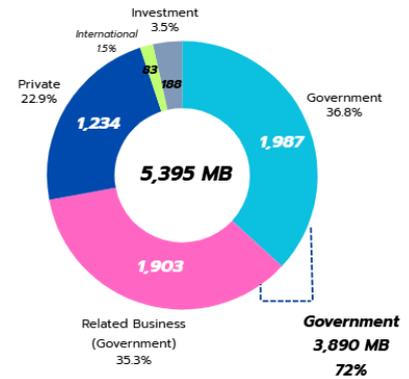
The Company received dividend income from its investment in the ordinary shares of Netbay Public Company Limited. In 2024, the Company invested in 12 million of such shares, representing 6% of the registered and paid-up capital.

Financial Position

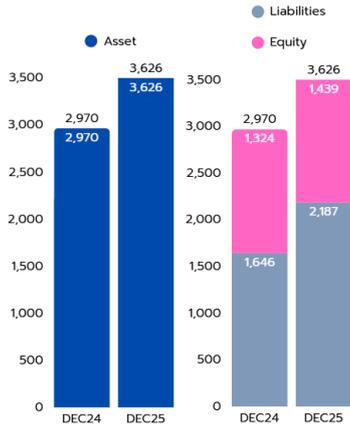
Financial position	As of 31 December 2025		As of 31 December 2024		Change	
	MB	%	MB	%	MB	%
Assets	3,625.50	100%	2,970.00	100%	655.50	22%
Liabilities	2,186.96	60%	1,645.79	55%	541.17	33%
Shareholders' equity	1,438.54	40%	1,324.21	45%	114.33	9%

Backlog 31 December 2025

Backlog : +713 MB (+15%) from Y2025



• Backlog 31 December 2024 : 4,682 MB



Assets

As of 31 December 2025, the Company's assets amounted to 3,626 million Baht, representing an increase of 22% from the previous year. The main increase was from contract assets, which rose by 484 million Baht, primarily due to the progress of large-scale projects, accelerated execution of EPC projects, and several government sector consulting projects during Q4'2025 to meet delivery timelines. In addition, as most clients are government agencies, formal inspection and acceptance procedures resulted in temporary timing differences in cash collection.

Liabilities

As of 31 December 2025, the Company had total liabilities of 2,187 million Baht, an increase of 33%. The increase in liabilities was consistent with the business expansion and increased project activities, including a short-term loan from financial institutions in the amount of 214 million Baht, to be used as working capital for related business.

Shareholders' Equity

As of 31 December 2025, the Company's shareholders' equity amounted to 1,439 million Baht, an increase of 9% from the previous year. The main reasons were: 1. Dividend payment of 115 million Baht, 2. Comprehensive income of 197 million Baht, and 3. Other comprehensive income of 32 million Baht.

Significant Financial Ratios

	2025	2024
Net Profit Margin	8%	8%
Earnings per share	0.24	0.19
Return on Equity (ROE)	14%	12%
Return on Assets (ROA)	6%	6%
Debt to Equity Ratio (D/E Ratio)	1.52	1.24
Interest-Bearing Debt to Equity Ratio	0.25	0.20

Key Developments in Sustainability

In 2025, the Company remained committed to conducting business under the ESG (Environmental, Social, and Governance) framework by integrating engineering expertise with social and environmental value creation, resulting in the following achievements:

- The Company was rated 5 stars, or “Excellent” (Excellent CG Scoring), in the Corporate Governance Report of Thai Listed Companies (CGR) for 2025, marking the fifth consecutive year. It was also ranked in the top quartile among companies in the same market-capitalization group (3,001–10,000 million Baht) by the Thai Institute of Directors Association (IOD), with support from the Stock Exchange of Thailand (SET) and the Office of the Securities and Exchange Commission, Thailand (SEC). These recognitions reflect the Company’s strong operational capability and its commitment to becoming a sustainable, full-service regional consultancy in line with good governance principles.
- Engineering Expertise for Public Safety: The Company established an “Initial Advisory Center for Buildings Affected by Earthquakes” to apply its structural engineering expertise in assisting the public and government agencies in safety inspections, helping to build confidence during crisis situations.
- Educational Support Initiatives: The Company participated in the “50th Anniversary of the Stock Exchange of Thailand – Doing Good for Society” program through the “Computers for Thai Children with Financial Awareness” project, donating 130 used but high-quality computers to underprivileged schools. This initiative aims to reduce educational inequality while promoting financial literacy among Thai youth.

Please be informed accordingly.

Yours sincerely,

(Ms. Nathaya Limsoontraku)
Chief Financial Officer
TEAM Consulting Engineering and Management Public Company Limited