

PROUD-LC 2020/003

27 February 2020

Subject : Schedule for the Annual General Meeting of shareholders for the year 2020 and Omission of the dividend payment.(Rev.)
Attention : President

Proud Real Estate Public Company Limited (the “Company”) would like to give notice of the resolutions of Board of Director’s Meeting No.1/2020 held on Wednesday, 26 February 2020 to the Stock Exchange of Thailand (SET), which can be summarized as follows:

1. Approved the Balance Sheet (Statements of financial position) and statements of Income for the year 2019, which have been reviewed by the Audit Committee and audited by the certified auditors
2. Approved to propose to the Annual General Meeting of Shareholders to consider and certify the minutes of the 2019 Annual General Meeting of Shareholders
3. Approved to propose to the Annual General Meeting of Shareholders to acknowledge the Board of Directors’ report on the Company’s operating result of 2019
4. Approved to propose to the Annual General Meeting of Shareholders to consider and approve the Balance Sheet (Statements of financial position) and statements of Income for the year 2019, which have been reviewed by the Audit Committee and audited by the certified auditors
5. Approved to propose to the Annual General Meeting of Shareholders to consider and approve the omission of the dividend payment and on appropriation of the Company’s profit as legal reserve because the Company still has a retained loss
6. Propose to Annual General Meeting 2020 in consideration of Board of Directors, Audit Committee and Remuneration and Nomination Committee’ remuneration for year 2020 when attending the meeting as following:
 1. Meeting Fee for Chairman of each committee at Baht 15,000 per meeting.
 2. Meeting Fee for Director of each committee at Baht 12,000 per meeting.

Also propose to Annual General Meeting 2020 in consideration of Board of Directors’ Bonus as a whole totaling not more than Baht 3,500,000 by criteria and condition of consideration will be determined by Board of Directors.

7. Appointment of the Auditors for 2020 and fixing their remuneration After due consideration, the meeting resolved that Khun Siriwan Suratepin, C.P.A. Registration No. 4604, and/or Khun Patcharawan Koonarangsri, C.P.A. Registration No. 6650, and/or Khun Samran Taengcham, C.P.A. Registration No. 8021, of EY Office Limited be appointed as the Company’s auditor for the year 2020 for a total remuneration is not exceed of 2,900,000 Baht. In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company’s financial statements in their place.

8. Approved the determination of the date of the 2020 Annual General Meeting of Shareholders to be held on **Thursday, 23 April 2020 at 10.00 a.m.** at Bliston Suwan Park View Hotel, Suwan 1 and 2 Room, 9 Soi Tonson Ploenchit Road Lumpini Pathumwan Bangkok 10330, to consider the following agendas:

Agenda 1 To consider and certify the minutes of the 2019 Annual General Meeting of Shareholders

Agenda 2 To acknowledge the Board of Directors' report on the Company's operating result of 2019 and approve the Company's financial statements for the fiscal year ended December 31, 2019

Agenda 3 To approve the allocation of profit and omission of dividend payment

Agenda 4 To approve the appointment of auditors and fix their remuneration for the year 2020

Agenda 5 To fix remuneration for the Board of Directors, the Audit Committee and the Nomination and Remuneration Committee for the year 2020

Agenda 6 To consider other business (If any)

The date of determining the names of shareholders who shall be entitled to attend the 2020 Annual General Meeting of Shareholders (Record Date) on **Thursday, 12 March 2020**.

Please be informed accordingly.

Yours sincerely,

- Paisit Kaenchan -

Mr. Paisit Kaenchan

Managing Director