

No. PROUD-LC 2021/010

Date 8 November 2021
Re Entering into Connected Transaction on Space Rental
To President
The Stock Exchange of Thailand

Proud Real Estate Public Company Limited (the “**Company**”) would like to inform that Hua Hin Sky Living Company Limited (“**HHS**”), a subsidiary of the Company, entered into the space rental agreement in Holiday Inn Resort Vana Nava Hua Hin with Vana Nava Company Limited (“**Vana Nava**”). Vana Nava is considered a connected person to the Company as Vana Nava is circumstantial under the material influence of director and major shareholder of the Company in management and operation. Thus, entering into the space rental agreement is considered to be the connected transaction concerning real estate rental transactions for a period not longer than 3 years period in accordance with Notification of Capital Market Supervisory Board No. Tor. Chor. 21/2008 Re: Rules on Connected Transactions dated 31 August 2008 (including additional revision), and Notification of the Board of Governors of SET Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions dated 19 November 2003 (including additional revision), Details are as follows;

1. Transaction Date

The Board of Directors meeting No. 9/2021 approved the transaction on 8 November 2021. The Company expected to sign the space rental agreement within 30 November 2021.

2. Related Parties

Lessee : Hua Hin Sky Living Company Limited
Lessor : Vana Nava Company Limited

3. Information of the Connected Transaction

HHS will enter into the space rental agreement in Holiday Inn Resort Vana Nava Hua Hin to set up a sales office and decorate the show units to support sales and marketing for the Company’s VEHHA Hua Hin project.

- Space Rental Agreement
 - 1) Space Rental Agreement No.1 starting from 15 February 2021 to 31 December 2021, the total rental rate of MB 3.07
 - 2) Space Rental Agreement No.2 starting from 1 January 2022 to 31 December 2022, the total rental rate of MB 2.84
 - 3) Space Rental Agreement No.3 starting from 1 January 2023 to 31 December 2023, the total rental rate of MB 4.19

- Rental payments are paid monthly.
- The cost of renovation the units returning back after the expiration of the rental agreement in the amount of MB 5.

HHS has renovated the units prior to the signing of space rental agreement since 15 February 2021 because we earlier expected the construction completion and the project launch in Q3/2021. Also, the pandemic situation of COVID-19 caused the hotel to close down some areas, which is positively convenient for the contractor's work.

4. Value and Type of Transaction

The rental rate of 3 space rental agreement and the cost of renovation returning the units back to the hotel has total value of THB 15,101,321. The transaction size is 2.59% of Net Tangible Assets (NTA) of the Company. (NTA of the Company is approximately MB 582.12) calculated from the consolidated financial statements of the Company for the period ended 30 September 2021 reviewed by external auditor. Hence, this transaction is a medium-size transaction with value higher than 0.03% but below 3% of the Company's NTA. Accordingly, the Company does not need approval from the Board of Directors or Shareholders meetings; however, the Company has the responsibility to disclose the information to the Stock Exchange of Thailand.

5. Characteristics and Scope of Interests of Connected Person in the Transaction

The Company is the major shareholder of HHS and holds 9,997 shares, equivalent to 99.97% of the paid-up capital of HHS.

Vana Nava is a connected person to the Company as Vana Nava is circumstantially under the material influence in management and operation of Ms. Proudpuh Liptapanlop and Mr. Pasu Liptapanlop whom are directors and major shareholder of the Company.

Ms. Proudpuh Liptapanlop and Mr. Pasu Liptapanlop, directors of Vana Nava, have material influence in the management and operation of Vana Nava.

Please be informed accordingly.

Yours sincerely,

- Pumipat Sinacharoen -

Mr. Pumipat Sinacharoen
Director & Chief Executive Officer