

No. EGM 1/2568

January 7, 2025

Re: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2025

Attention: Shareholders of Proud Real Estate Public Company Limited

- Attachments
1. A copy of the minutes of the 2024 Annual General Meeting of Shareholders
  2. Information on independent directors for shareholders' proxy voting, including the qualifications of independent directors
  3. Company regulations related to the shareholders' meeting
  4. Documents and evidence required for registration, instructions for proxy voting, registration process, voting procedures, and the method of vote counting via electronic media
  5. Proxy forms A, B, and C
  6. User manual for the electronic meeting system
  7. Procedure for submitting questions in advance regarding the shareholders' meeting
  8. Personal data processing form for shareholders

The Board of Directors of Proud Real Estate Public Company Limited (the "Company") at its meeting held on December 11, 2024, resolved to convene the Extraordinary General Meeting of Shareholders No. 1/2025 on January 22, 2025, at 10:00 hours, through electronic media (E-EGM) only. Shareholders will not be required to attend the meeting in person at the designated location. In this regard, the meeting will be held in accordance with the applicable legal requirements, procedures, and conditions, for the purpose of considering matters as outlined in the following agenda.

**Agenda 1 To acknowledge the 2024 Annual General Meeting of the Shareholders**

Purpose and Reason To allow shareholders to acknowledge the minutes of the Annual General Meeting of Shareholders 2024, which was held on April 24, 2024. The Company has prepared and submitted the minutes of this meeting to the Stock Exchange of Thailand ("SET") and the Department of Business Development, Ministry of Commerce, as required by law. Additionally, the minutes have been published on the Company's website. The details are provided in Attachment 1, which has been sent to all shareholders along

**PROUD REAL ESTATE PUBLIC COMPANY LIMITED**

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with this invitation to the meeting.

Board's Opinion: The Board of Directors considered and opined that the minutes of the 2014 Annual General Meeting of Shareholders, held on April 24, 2024, were accurately recorded in accordance with the resolutions passed at the meeting. Therefore, the Board recommends that the shareholders acknowledge the minutes of the meeting.

Resolution: As this is an agenda item for acknowledgment, no vote will be required.

**Agenda 2 To approve the issuance and offering of the Company's debt securities.**

Purpose and Reason The issuance and offering of debt securities are essential tools for providing the Company with more options and flexibility in securing funding sources, enhancing financial stability, and supporting efficient operations. Additionally, it helps ensure the Company is prepared for investments in new projects and can fully expand its business. This is a critical factor in driving growth according to the established strategy. Therefore, the Company considers using debt securities as an alternative method of raising funds to effectively manage cash flow and meet future investment needs. This approach enables the company to raise funds quickly at a reasonable long-term cost, with a total issuance amount not exceeding 2,000 million Baht. The details are as follows:

Purpose:	To utilize the funds raised from the issuance and offering of debt securities for business operations, and/or to use as working capital, and/or for debt repayment, or for other purposes as deemed appropriate by the Board of Directors.
Type of Debt Securities:	Promissory notes and/or bonds of all types and forms, whether registered to a specific holder or bearer, subordinated or unsubordinated, secured or unsecured, with or without a bondholder representative, with or without a redemption date. The specific type will depend on the appropriateness of market conditions at the time of issuance and offering.

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Currency:	Thai Baht and/or foreign currencies, using the exchange rate applicable at the time of issuance and offering of the debt securities.
Total Value of Debt Securities:	Not exceeding 2,000 million Baht or its equivalent in other currencies. The Company may issue and offer additional debt securities and/or issue and offer debt securities to replace any previously redeemed debt securities within the stated limit. The total outstanding principal amount of all debt securities issued by the Company at any given time shall not exceed the aforementioned limit.
Interest Rate:	<p>As determined at the time of issuance, depending on market conditions at the time of issuance and offering of the debt securities, as well as other relevant factors.</p> <p>This shall be subject to the regulations set forth by the Securities and Exchange Commission and/or the Securities and Exchange Commission Office and/or other applicable announcements or regulations in force at the time of issuance and offering of the debt securities.</p>
Maturity of Debt Securities:	The maturity will depend on market conditions at the time of issuance and offering. In the case of bonds, the company may specify whether the bonds can be redeemed before maturity or not, or if the bonds are perpetual (redeemable only upon the company's liquidation).
Offering of Debt Securities:	<p>(1) The debt securities may be offered all at once or in multiple tranches and/or as a program and/or on a revolving basis.</p> <p>(2) The offering may be made to the general public and/or to specifically targeted investors and/or institutional investors, both domestic and/or</p>

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international, either simultaneously or at different times, in accordance with the regulations set by the Securities and Exchange Commission and/or the Capital Market Supervisory Board, or in accordance with relevant announcements, ministerial regulations, and other applicable laws in force at the time of issuance and offering of the debt securities.

**Early Redemption:** In the case of bonds, bondholders may or may not have the right to request early redemption, and the company may or may not have the right to redeem the bonds early. The company may also specify whether early redemption is permitted in the case of special events (Special Event Redemption). This will be determined based on the terms and conditions of the bond issuance on each occasion.

Board's Opinion:

The Board considers it appropriate to propose to the Extraordinary General Meeting of Shareholders to approve the issuance and offering of debt securities, both secured and/or unsecured, with a total issuance amount not exceeding 2,000 million Baht. The funds raised from the issuance and offering of these debt securities will be used for business operations, working capital, debt repayment, or other purposes as deemed appropriate by the Board of Directors.

The following matters shall be presented for consideration and approval at the shareholders' meeting, granting the Board of Directors the authority to approve the issuance and offering of the Company's debentures including the number of debt securities to be issued and offered on each occasion. Additionally, the Board recommends submitting for approval by the shareholders the delegation of authority to the Board of Directors and/or the Executive Committee and/or any person designated by the Board of Directors to carry out the following actions:

1. To consider setting the criteria, conditions, and other details related to the issuance and offering of debt securities, including details about the debt securities such as the specific name of the debt

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securities, the maturity of the debt securities, the method of offering the debt securities, the type of debt securities, the guarantees, the collateral for the debt securities, the offering price per unit, the rights to redeem the debt securities before maturity, the interest rate or other returns, the method of payment for principal and interest, the method and period for offering and allocation, as well as any related actions to be completed.

2. To appoint the debt instrument registrar, bondholder representative, and/or debt instrument distribution manager, or underwriter of the debt securities, and/or credit rating institutions, the company and/or other advisors, or any other persons involved in the issuance and offering of the debt securities.
3. To prepare documents and/or applications for permission to register the debt securities with the Thai Bond Market Association and/or to register the debt securities as listed securities on any secondary market, including any relevant organizations, and to have the authority to apply for permission, disclose information, and take any other actions with relevant authorities, including contacting, negotiating, entering into, delivering, and amending documents and contracts related to the issuance and offering of the debt securities, as well as taking actions in compliance with the laws and regulations governing this matter.

Resolution: This agenda item requires approval by a vote of no less than three-fourths (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.

### **Agenda 3 To consider other matters (if any)**

The Company, therefore, would like to invite shareholders to attend the Extraordinary General Meeting of Shareholders No. 1/2025 on January 22, 2025, at 10:00 hours, which will be conducted via electronic media (E-EGM). The meeting agenda is as detailed above. The Company has determined the list of shareholders entitled to attend the Extraordinary General Meeting No. 1/2025 as of December 25, 2024. Additionally, the Company has invited a representative from a legal advisory firm to act as an independent inspector for the voting process and to ensure that the

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meeting is conducted transparently, legally, and in accordance with the Company's regulations, as well as good corporate governance principles.

For shareholders who wish to attend the meeting in person, please register in advance via the website <https://webagm.irplus.in.th> from January 7, 2025, until the end of the meeting on January 22, 2025.

On the day of the meeting, registration will open at 8:00 hours.



Registration and  
Participation Manual



Application IR PLUS AGM  
for Android



Application IR PLUS AGM  
for iOS

Shareholders who wish to appoint a proxy may authorize any individual of their choice to attend the meeting via electronic media on their behalf, or they may appoint Mr. Anuwat Maytheewibulwut or Ms. Anchalee Bunsongsikul, both of whom are independent directors of the Company, as their proxy. Detailed information on the independent directors for shareholder proxy voting (Attachment 2) is provided. In this regard, please complete the details and sign the proxy form (Attachment 5), along with attaching a certified copy of the signed documents, and submit all documents to the Company. The Company will facilitate affixing the stamp duty on the proxy form for shareholders.

In addition, shareholders can review the details of the invitation letter and related documents on the Company's website at [www.proudrealestate.co.th](http://www.proudrealestate.co.th) If any shareholder has questions related to the meeting agenda or inquiries related to the Company's business, they may submit their questions in advance before the meeting through the following channels:

1. Email: [Legal\\_Comsec@proudrealestate.co.th](mailto:Legal_Comsec@proudrealestate.co.th) or
2. By registered mail to:

The Company Secretary Office, Proud Real Estate Public Company Limited,  
No. 548, One City Center Building, 19th Floor, Room 1902-1903,  
Ploenchit Road, Lumpini, Pathumwan District, Bangkok, 10330.

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The procedure for submitting questions in advance regarding the shareholders' meeting can be found in Attachment 7.

In organizing the shareholders' meeting via electronic media, the Company will collect, use, and disclose personal information of shareholders as required by law and for the purpose of providing services to shareholders attending the meeting. Shareholders will be protected under the Company's Privacy Policy or Privacy Notice, as stated on the Company's website. Shareholders are requested to review the personal data processing form for shareholders, with details provided in Attachment 8

Sincerely yours,

A handwritten signature in blue ink, appearing to read "Pumipat".

(Mr. Pumipat Sinacharoen)

Chief Executive Officer

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**Minutes of the 2024 Annual General Meeting of Shareholders via Electronic Media**

**Proud Real Estate Public Company Limited**

**April 24, 2024, at 10.00 a.m.**

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The record date on March 26, 2024, Proud Real Estate Public Company Limited (**the "Company"**) has 1,994 shareholders, representing a total of 974,014,010 shares, Shareholders and proxies in attendance at the 2024 Annual General Meeting of Shareholders via Electronic Media on April 24, 2024 at 10.00 a.m. comprising of:

Self - Attending Shareholders:	8	shareholders, representing	437,223,691	shares.
Proxy Shareholders:	47	shareholders, representing	50,188,456	shares.
Total number of shareholders:	55	shareholders, representing	487,412,156	shares.

which makes up 50.0416 percent of the total number of shares of the Company. A quorum was formed in accordance with the Company's Articles of Association.

There were 8 directors attended the meeting, representing 100 percent of total Board of Director. List of participated directors are shown below;

1. Mr. Anuwat Maytheewibulwut Independent Director,  
Chairman of the Board of Directors,  
Chairman of the Audit Committee,  
Chairman of the Nomination and Remuneration Committee,  
Chairman of the Risk Committee.
2. Mr. Pitak Pruittisarikorn Vice Chairman of the Board of Directors,  
Chairman of the Executive Committee
3. Mr. Anucha Sihanatkathakul Director,  
Member of the Nomination and Remuneration Committee,  
Independent Director
4. Ms. Anchalee Bunsongsikul Independent Director,  
Director ,  
Member of the Audit Committee,  
Member of the Risk Committee.



5. Mr. Dan	Zonmani	Independent Director, Director, Member of the Audit Committee, Member of the Risk Committee.
6. Mr. Pumipat	Sinacharoen	Director, Member of the Executive Committee, Member of the Risk Committee, Chief Executive Officer.
7. Mr. Pasu	Liptapanlop	Director Vice Chairman of the Executive Committee, Member of the Nomination and Remuneration Committee.
8. Ms. Proudpuh	Liptapanlop	Director, Member of the Executive Committee, Member of the Risk Committee.

**Executives of the Company and subsidiary companies in attendance at the meeting:**

Ms. Naruedee	Koslathip	Chief Financial Officer
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**Meeting Attendees:**

Auditors in attendance at the meeting: Mr. Piya Chaipruckmalakarn and Ms. Kwanjira Tanomwongtai , EY Office Limited.

Mr. Teerasak Chobtong, Legal and Company Secretary declared that the Meeting had a quorum. The meeting started at 10.00 a.m. The voting and vote counting procedures with the following details.

At the E-AGM 2024, each shareholder shall be entitled to one share per one vote. There are three types of vote: 1) Approval, 2) Disapproval and 3) Abstention. Vote splitting is not allowed.

In normal cases, each resolution shall be passed with a majority of vote of the shareholders attending the meeting and have the right to vote. As for Agenda Item 6 regarding determination of directors' remuneration and benefits for 2024, at least two thirds of vote of the shareholders attending the meeting is required. As for Agenda Item 7 to approve Amendment to the Articles of Association No.8 and Agenda Item 8 to approve amendment of the Company's objectives No.21 and the amendment Clause 3 of the Company's Memorandum of Association, at least thirds fourths of vote of the shareholders attending the meeting is required.

There are two cases of voting as follows:

**Case 1** For the shareholders attending the meeting in person, there shall be agenda items available for them to choose for voting. Then, the system shall show three buttons to click for voting, namely approval, disapproval or abstention. The choice of voting can be changed until the voting is closed.

**Case 2** For the shareholders assigning their proxies to attend the meeting on their behalf, in the case where those assigning the proxies do not identify their choice of voting, the proxies shall have the right to consider casting votes as appropriate. In the case where those assigning the proxies identify their choice of voting in the proxy forms, the Company shall record their votes in the computer system upon the registration, and such votes shall be counted when passing relevant resolutions.

In counting votes and announcing the voting results, the Company uses the E-Voting system by Online Asset Co., Ltd. (Online Asset) at this E-AGM. For each agenda item, only disapproval and abstention votes shall be counted. Then, the disapproval and abstention votes shall be deducted from the total votes of those present at the meeting. The remaining votes shall be deemed as approval votes for that agenda item.

Online Asset shall count the votes for each agenda item and the responsible officer shall notify the shareholders of the voting results at the end of that agenda item. The Company shall give a summary of the voting results of each agenda item again. Such information shall be disclosed in the Company's website and reported to the Stock Exchange of Thailand (the "SET").

The shareholders wishing to ask questions or express opinions may do so by typing their questions through the Question Mark function, please always give your name and surname.

To comply with good practices under the Office of the Securities and Exchange Commission (the "SEC") and the Thai Investors Association's Annual General Shareholders' Meeting Assessment program, the Company invited Mr. Aran Phanthumjinda, an independent legal advisor from Trinity Law Company Limited to verify the vote counting.

**Agenda 1. To consider and approve the minutes of the 1/2023 Extraordinary General Meeting of Shareholders held on June 29, 2023.**

**Mr. Anuwat Maytheewibulwut, the Chairperson** stated to the meeting that the 1/2023 Extraordinary General Meeting of Shareholders held on June 29, 2023, to consider proposed meeting agenda as required by law. A copy of the meeting minutes was submitted to the SEC, SET, and published to the Company's website within 14 days after the meeting date, as per the invitation letter to this meeting.

The Board of Directors agreed to propose the Meeting to consider and approve the minutes of the 1/2023 Extraordinary General Meeting of Shareholders. This agenda required a majority vote of shareholders who attend the meeting and have the right to vote.

**Mr. Anuwat Maytheewibulwut** opened for discussion, queries and suggestions.

There were no queries or suggestions from the shareholders. Then, Mr. Anuwat Maytheewibulwut proposed the Meeting to approve the minutes of the 1/2023 Extraordinary General Meeting of Shareholders.

**Resolution:** After due consideration, the shareholders' meeting resolved that the minutes of the 1/2023 Extraordinary General Meeting of Shareholders be approved by a majority vote of shareholders who attend the meeting and have the right to vote as follows:

Approval	488,142,266	votes,	representing	100.00	percent
Disapproval	0	votes,	representing	0.0000	percent
Abstention	0	votes,	representing	-	percent
Invalid ballots	0	votes,	representing	-	percent

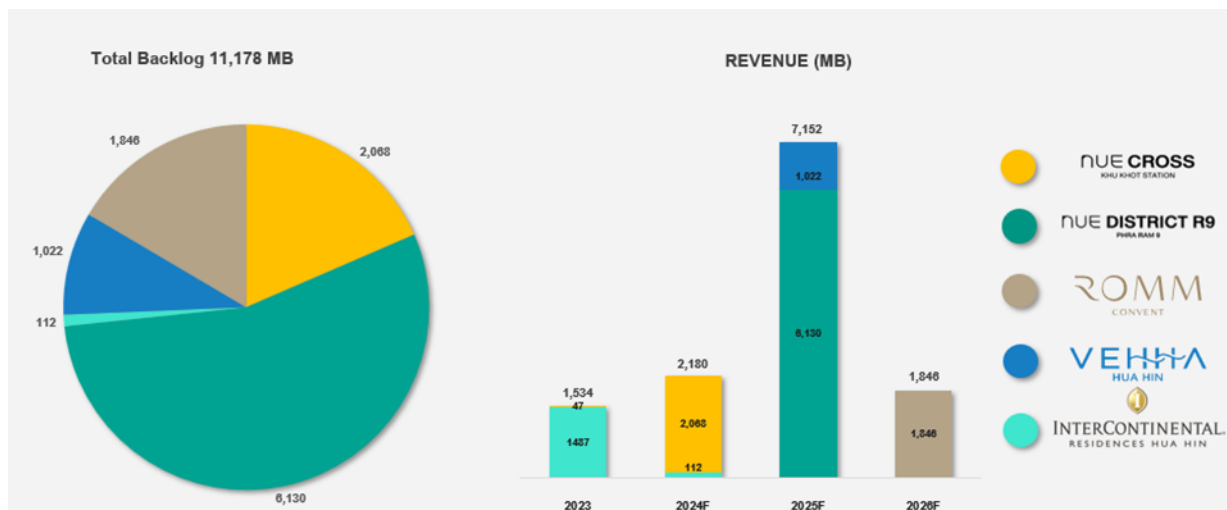
**Agenda 2. To acknowledge the operating results and approve the financial statement for the year ended 31 December 2023.**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, stated at the meeting that, in 2023, the company was profitable for the second consecutive year. This year's income is mainly from the ICRHH project and there is income from the Nue Cross Khu Khot station project, which is a project that purchases common shares from Noble Development Public Company Limited and TNL Alliance Co., Ltd. was able to transfer ownership earlier than planned, resulting in the Company having

- Total Revenues 1,536.34 million baht.
- Net Profit 102.26 million baht.
- Return of Equity 8.77 %
- Gross Profit Margin 34.80%
- Net Profit Margin 6.88 %

For an overview of BACKLOG as of 31 December 2024, it is expected that income will be gradually recognized with the following details:



It can be seen that, the company has continued to grow. In addition, the company has diversified the risks by expanding both high-rise and horizontal projects. The company has purchased land for the development of the horizontal project for the value of approximately 3,700 million baht. It is expected that income will begin to be recognized in the second quarter of 2025 which is shown that the company has an investment plan to support continuous expansion for stable and sustainable growth.

### **Company's Project**

1. InterContinental Residences Hua Hin (ICRHH) Project has a project value of 3,840 million baht, with 238 units on 31 December 2023. The ICRHH project has sold 96%, valued at 3,673 million baht, 232 units, remaining 4%, which will be transferred in 2024.

As of 31 March 2024, ICRHH has sold 96%, valued at 3,702 million baht, totaling 234 units. remaining 4%, which will be transferred within Q1/2024.

2. VEHHA Hua Hin Project was launched in October - November 2022. The project value is 2,290 million baht, with 364 units. Construction has started in 2023 and will begin to recognize revenue in 2025. As of 31 December 2023, the VEHHA project has sold 45%, valued at 1,022 million baht, with 143 units.

As of 31 March 2024, VEHHA has sold 52%, valued at 1,186 million baht, totaling 179 units. Currently, the project is still under construction and now the project is officially opened for sales.

3. ROMM Convent Project was launched in February 2022. The project is located on Convent Road, opposite BNH Hospital. The project is valued at 4,150 million baht, 175 units. As of 31 December 2023, the ROMM Convent Project has sold 44%, worth 1,846 million baht, with 94 units.

As of 31 March 2024, ROMM Convent has sold 50%, valued at 2,057 million baht, totaling 98 units. Currently the project is under construction and now the project is officially opened for sales.

4. VI Ari Project is a single detached house project with a value of 491 million baht, consisting of 6 units located at Aree Soi 3. Currently, construction has started, and the sample houses are available starting in May 2023. The special characteristic of this project is that the customers can select their own house plan.

As of 31 March 2024, VI Ari has sold 17%, valued at 83 million baht, totaling 1 unit. Currently the project is under construction and now the project is officially opened for sales.

5. Nue Cross Khu Khot Project is the project from the acquisition of ordinary shares in Khu Khot Station Alliance Company Limited from Noble Development Public Company Limited and TNL Alliance Public Company Limited, which is regarded as the acquisition of assets. It is located near BTS Khu Khot station on Sukhumvit Line (Green Line) which is the expanded section from Mor Chit-Saphanmai-Khu Khot. The project is valued at 2,115 million baht. There are 1,202 units.

As of 31 March 2024, Nue Cross Khu Khot has sold 100%, valued at 2,115 million baht, totaling 1,202 units.

6. Nue District R 9 project is the project from the acquisition of ordinary shares in Phraram 9 Alliance Company Limited from Noble Development Public Company Limited and TNL Alliance Public Company Limited, which is regarded as the acquisition of assets. It is located near BTS Rama 9 station, and the project value is 2,115 million baht with 1,442 units. As of 31 December 2023, the Nue District R 9 Project has sold 93%, worth 6,130 million baht, with 1,335 units.

As of March 31, 2024, the Nue District R 9 Project has sold 94%, valued at 6,227 million baht, totaling 1,357 units and is expected to transfer ownership in Q2/2025.

Subsequently, Mr. Pumipat Sinachoen presented to the meeting to inform the shareholders that this year is the first year that the company has published a sustainability report which can be downloaded from the company's website. The company places importance on sustainable development as well, under the principle of considering economic, social and environmental impacts throughout the supply chain. The company has always given importance to design that considers the use of natural winds, such as in the ROMM Convent project, to the selection of environmentally friendly materials, such as in the VI Ari project, which has a machine to produce fertilizer from wet waste to repurpose the waste as fertilizer for the trees, as well as many other aspects that the company gives importance to such matters continuously. In addition, the company adheres to the standards of the Global Reporting Initiative (GRI) as a component in operating the business for sustainable growth by giving importance to Profit-Planet-People. By which in conducting business, other than focusing on the Profit, the company also gives importance to People, which is the community and society, as well as ensuring that business operations must have the least impact on the Planet in order to be in line with the standards of the Global Reporting Initiative (GRI).

**Mr. Pumipat Sinacharoen** then presented to the meeting to shareholders that the company is in the process of moving PROUD listed securities from the Market for Alternative Investment (mai) to be traded on the Stock Exchange of Thailand (SET). It is expected to be completed within this quarter. If the company has received approval, the securities will be moved to be traded on the Stock Exchange of Thailand (SET).

**Mr. Pumipat Sinacharoen** opened for discussion, queries and suggestions.

As there wear no questions or suggestion. Mr. Pumipat Sinacharoen proposed the Meeting to acknowledge the Company's performance for the year 2023 without voting and proposed to the Shareholder's Meeting to approve the financial statements for the year 2023.

**Resolution:** The Meeting considered and approved the financial statements for the year ended December 31, 2023, by majority votes of shareholders who attend the meeting and have the right to vote as follows:

Approval	488,412,266	votes,	representing	100.00	percent
Disapproval	0	votes,	representing	0.0000	percent
Abstention	0	votes,	representing	-	percent
Invalid ballots	0	votes,	representing	-	percent

**Agenda 3. To approve the allocation of net profit for statutory reserve and omission of dividend.**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, stated to the meeting that, In 2023, the Company generated retained earnings of the Separate Financial Statements in the amount of 8,382,262 Baht. Therefore, the Board consider to allocate the profit for the year 2023 in the amount of 419,113 Baht as legal reserve. And omit the payment of dividend from the operating results of 2023 due to the company wants to maintain cash flow for further business expansion.

**Mr. Pumipat Sinacharoen** opened for discussion, queries and suggestions.

There were no further questions or comments from the shareholders, Mr.Pumipat Sinacharoen proposed that the shareholders' meeting consider and approve the allocation of net profit for statutory reserve and omission of dividend for the operating results of the year 2023.

**Resolution:** The shareholders' meeting resolved to approve the allocation of net profit for statutory reserve and omission of dividend by a majority vote of shareholders who attend the meeting and have the right to vote as follows:

Approval	486,493,766	votes,	representing	99.6605	percent
Disapproval	1,657,500	votes,	representing	0.3395	percent

Abstention	0 votes, representing	- percent
Invalid ballots	0 votes, representing	- Percent

**Agenda 4. To consider and appoint the Company's auditors and approve the auditor's remuneration for the year 2024.**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, stated to the meeting that, as a result of the Audit Committee meeting considered to propose the appointment of an auditor for the year of 2024 to the Board of Directors for consideration in order to present to the general meeting of shareholders for approval of the appointment of auditor for 2024, by taking into account of the auditor's qualifications on the independency, the expertise, the reliability and the internationally accepted auditing standards, including to ensure the continuity in auditing and good service performance, always providing useful advice to the group companies. Therefore, it is considered appropriate to propose the approval of the appointment of the original auditor, EY Office Company Limited, to be the company's auditor by designating one of the following auditors to be the auditor and to provide opinions on the company's financial statements and its subsidiaries as follows:

1. To consider and approve Mr. Piya Chairpruckmalakarn, certified public accountant number 7544, or Mr. Samran Taengcham, certified public accountant number 8021, or Ms. Kwanjira Tanomwongtai, certified public accountant number 8804, of EY as the Company's auditor to be the Company's auditors, responsible to provide opinions on the Company's financial statements. In any situation that they are not unable to perform the duties, EY will arrange or an alternate auditor for the company. In addition, The Company and its subsidiaries use the same auditor.

2. To consider and approve audit fee of Baht 1,500,000. A comparison table of audit fees of 2023 and 2024 is shown in the table below:

**Comparative Audit Fee**

Unit: Baht		
Type of remuneration	2023	2024 (proposed year)
Audit fee	1,500,000	1,500,000
Non-Audit fee	Actual Service Charge (if any)	Actual Service Charge (if any)

The shareholders' meeting was asked to consider and appoint auditors nominated by EY as the Company's auditor for the year 2024, and to approve the auditor's remuneration for the year 2024. This agenda requires a majority vote of shareholders who attend the meeting and have the right to vote.

**Mr. Pumipat Sinacharoen** opened for discussion, queries and suggestions.

There were no inquiries, feedback or suggestions from the shareholders, Mr. Pumipat Sinacharoen asked the shareholders' meeting to consider and vote for the nominating auditor and approve the auditor's remuneration for the year 2024.

**Resolution:** The shareholders' meeting determined and approved the nominated Company's auditor, and auditor's remuneration for the year 2024 by a majority vote of shareholders who attend the meeting and have the right to vote as follows:

Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	-	percent
Invalid ballots	0	votes, representing	-	Percent

**Agenda 5. To consider and elect the Directors in replacement of those to be retired by rotation.**

Ms. Proudpuh Liptapanlop, Director, was assigned by the Chairperson to conduct this agenda.

**Ms. Proudpuh Liptapanlop**, stated to the meeting that, referred to Section 71 of the Public Limited Companies Act B.E. 2535, stated that one-third of the directors must retire by rotation at every annual general meeting of shareholders. The three directors who were due to retire were:

- (1) Mr. Anuwat Maytheewibulwut
- (2) Mr. Pasu Liptapanlop
- (3) Mr. Anucha Sihanatkathakul

In order to resolve this agenda in compliance to the good government principles, Shareholders attending the Shareholders' meeting have the right to inquire for transparency manner. Therefore, the stakeholder with related benefit or interest to the agenda and directors who have completed their terms were required to leave the room until the consideration of this agenda had been completed.



The Board of Directors agreed to post the director nomination procedures on the Company’s website to allow shareholders to propose any nomination through the Company’s website between October 1 – December 31, 2023, but found none.

The Board of Directors has considered the process specified by the Company and have considered that these 3 persons are fully qualified according to the specified legal criteria, with the qualifications of knowledge, abilities, and expertise which are beneficial to the company. The 3 directors who are retired by rotation have fulfilled their duties by dedicating time to perform their duties as a director to the fullest, with providing comments and perspectives that were beneficial to the company which is a very important role in helping to drive the organization to continuous growth. Therefore, we agree with the opinion of the Nomination and Remuneration Committee which deemed appropriate to propose that the shareholders' meeting consider electing individual directors to replace those retiring by rotation, as follows:

- (1) Mr. Anuwat Maytheewibulwut a director who is re-elected for another term;
- (2) Mr. Pasu Liptapanlop a director who is re-elected for another term;
- (3) Mr. Anucha Sihanatkathakul a director who is re-elected for another term.

In this regard, Mr. Anuwat Maytheewibulwut and Mr. Anucha Sihanatkathakul is an independent director. The Board of Directors has considered that the person to be nominated as an independent director has qualifications in accordance with the laws related to the requirements relating to independent directors. Detail and qualifications of three directors were presented on the screen.

**Ms. Proudpuh Liptapanlop** opened for discussion, queries and suggestions.

There were no other inquiries, feedbacks or suggestions. Ms. Proudpuh Liptapanlop proposed the shareholders’ meeting to consider and appoint the directors to replace directors those who were due to retire by rotation, on an individual basis. This appointment required a majority vote of shareholders who attend the meeting and have the right to vote.

**Resolution:** The shareholders’ meeting resolved to approve the election of the three directors on an individually vote basis, as follows:

**1. Mr. Anuwat Maytheewibulwut**

Approval	488,151,266	votes,	representing	100.0000	percent
Disapproval	0	votes,	representing	0.0000	percent
Abstention	0	votes,	representing	-	percent
Invalid ballots	0	votes,	representing	-	Percent

<b>2. Mr. Pasu</b>	<b>Liptapanlop</b>			
Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	-	percent
Invalid ballots	0	votes, representing	-	Percent
<b>3. Mr. Anucha</b>	<b>Sihanatkathakul</b>			
Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	-	percent
Invalid ballots	0	votes, representing	-	Percent

**Agenda 6. To consider and approve the remuneration and the benefit of the Company’s Directors for the year 2024.**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, asked the shareholders’ meeting to consider and approve the remuneration of the Company’s directors for the year 2024. The Remuneration Committee determined remuneration by benchmarking with the annual remuneration survey of remuneration for directors in the same industry and proposed to the shareholders’ meeting for consideration and approval. Details of the Company’s directors’ remuneration are as follows:

1. Maintain the remunerations for the Company’s directors and subcommittees member for the year 2024 at the same rate as the year 2023 and request approval to increase the meeting allowance of the Risk Management Committee for one more committee, with details as follows:

Meeting Allowance per Meeting

	2023		2024	
	Chairman	Board/Committee Member	Chairman	Board/Committee Member
Board of Directors Meeting	20,000 Baht	15,000 Baht	20,000 Baht	15,000 Baht
Audit Committee Meeting	20,000 Baht	15,000 Baht	20,000 Baht	15,000 Baht
Nomination and Remuneration Committee Meeting	20,000 Baht	15,000 Baht	20,000 Baht	15,000 Baht
Risk Committee Meeting	-	-	20,000 Baht	15,000 Baht

2. Refrain from paying directors' bonuses for the year 2023 to the Board of Directors. Because the company wants to maintain cash flow for further business expansion.

3. Approved the remuneration for the Board of Director and subcommittees (Meeting allowances and Bonuses) for the year 2024, total amount not exceeding 3,000,000 baht for the year, which the company will consider further allocation.

**Mr. Pumipat Sinacharoen**, opened for discussion, queries and suggestions.

There were no inquiries, feedbacks and suggestion from the shareholders. Mr. Pumipat Sinacharoen proposed that the meeting to consider and approve the remuneration of the Company's directors and committee members for the year 2024.

**Resolution:** The shareholders' meeting resolved to approve the remuneration of the Company's Directors and committee members for the year 2024 as follows:

Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	0.0000	percent
Invalid ballots	0	votes, representing	0.0000	Percent

**Agenda 7. To approve Amendment to the Articles of Association No.8**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, stated at the meeting that, in order to comply with the current governing laws and regulations to amend the Company's Articles of Association No.8. The Board of Director agreed to propose the Annual General Meeting of Shareholders to approve the amendment of the Company's Articles of Association No.8 in order to comply with the current governing laws and regulations. The changes and the original texts for comparison are as follows:

Original Content	Proposed Amendment
<p><b>Article 8.</b> The company is prohibited from owning or pledging its own shares, except for shares that the company has repurchased in the following cases:</p> <p>(1) Buy back from dissenting shareholders who voted against the resolution of the shareholder meeting which amends the company's regulations regarding voting rights and the right to receive dividends which the shareholder considers that he or she has not been treated fairly, or</p>	<p><b>Article 8.</b> The company is prohibited from owning or pledging its own shares, except for shares that the company has repurchased in the following cases:</p> <p>(1) Buy back from dissenting shareholders who voted against the resolution of the shareholder meeting which amends the company's regulations regarding voting rights and the right to receive dividends which the shareholder considers that he or she has not been treated fairly, or</p>

Original Content	Proposed Amendment
<p>(2) Buy back for financial management when the company has accumulated profits and excess liquidity and the repurchase of shares does not cause the company to face financial difficulties.</p> <p>However, the shares that the company owns are not counted as a quorum in shareholder meetings. The company will not have voting rights and is not counted as a vote of the shareholders' meeting resolution including no right to receive dividends for such shares.</p> <p>In the case of buying back shares, not more than 10 percent of the paid-up capital, the Board of Directors shall have the authority to decide on the repurchase of shares not exceeding 10 percent of the paid-up capital, including the sale or disposal of such repurchased shares without having to seek prior approval from the shareholders' meeting first.</p> <p>In the case of purchasing shares exceeding 10 percent of the paid-up capital, the company must receive approval from the shareholder meeting before taking action.</p> <p>Regarding the repurchased shares, the company must sell the repurchased shares within the time specified in the law. If the repurchased shares are not sold or not completely sold within the specified time, the company must reduce its paid-up capital by writing-off the portion of registered shares that could not be sold.</p> <p>The repurchase of shares, the selling of shares and the delisting of shares as mentioned above must be in accordance with the</p>	<p>(2) Buy back for financial management when the company has accumulated profits and excess liquidity and the repurchase of shares does not cause the company to face financial difficulties.</p> <p>However, the shares that the company owns are not counted as a quorum in shareholder meetings. The company will not have voting rights and is not counted as a vote of the shareholders' meeting resolution including no right to receive dividends for such shares.</p> <p>In the case of buying back shares in each project, approval must be obtained from the shareholder meeting. Except that the repurchase of shares does not exceed 10 percent of the total shares sold, it is the authority of the board of directors to approve the repurchase of shares.</p> <p>In the event that the number of shares repurchased by the company exceeds 10 percent of the total shares sold, the company shall repurchase shares within one year from the date of receiving approval from the shareholder meeting.</p> <p>Regarding the repurchased shares, the company must sell the repurchased shares within the time specified in the law. If the repurchased shares are not sold or not completely sold within the specified time, the company must reduce its paid-up capital by writing-off the portion of registered shares that could not be sold.</p> <p>The repurchase of shares, the selling of shares and the delisting of shares as mentioned above must be in</p>

Original Content	Proposed Amendment
regulations and processes specified in the law on Public Limited Companies, related Ministerial Regulations and rules and regulations of the Stock Exchange of Thailand.	accordance with the regulations and processes specified in the law on Public Limited Companies, related Ministerial Regulations and rules and regulations of the Stock Exchange of Thailand.

**Mr. Pumipat Sinacharoen**, opened for discussion, queries and suggestions.

There were no inquiries, feedbacks and suggestion from the shareholders. Mr. Pumipat Sinacharoen proposed that the meeting to consider and approve amendment to the articles of association No.8.

**Resolution:** The shareholders' meeting resolved to Amendment to the Articles of Association No.8 as follows:

Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	0.0000	percent
Invalid ballots	0	votes, representing	0.0000	Percent

**Agenda 8. To approve amendment of the Company's objectives No.21 and the amendment Clause 3 of the Company's Memorandum of Association.**

Mr. Pumipat Sinacharoen, CEO, was assigned by the Chairperson to conduct this agenda.

**Mr. Pumipat Sinacharoen**, stated to the meeting that, to be consistent with good moral principles and in line with the policies of the Stock Exchange of Thailand, the Board of Directors, therefore, agreed to propose the Annual General Meeting of Shareholders to consider and approve the amendment of the Company's objectives, Section 21, and the amendment of the Company's memorandum of association, with the following details:

1.1 To revoke Section 21 of the Company's objective which is to operate a massage parlor business.

1.2 To amend Section 3 (Objectives) of the Memorandum of Association, to be consistent with the cancellation of the said objectives as follows:

"Item 3. There are 56 objectives of the company, details according to the Form Bor Mor Jor 001 and Bor Mor Jor 002, as well as related documents."

**Mr. Pumipat Sinacharoen**, opened for discussion, queries and suggestions.

There were no inquiries, feedbacks and suggestion from the shareholders. Mr. Pumipat Sinacharoen proposed that the meeting to consider and approve amendment of the company's objectives no.21 and the amendment clause 3 of the company's memorandum of association.

**Resolution:** The shareholders' meeting resolved to amendment of the company's objectives no.21 and the amendment clause 3 of the company's memorandum of association as follows:

Approval	488,151,266	votes, representing	100.0000	percent
Disapproval	0	votes, representing	0.0000	percent
Abstention	0	votes, representing	0.0000	percent
Invalid ballots	0	votes, representing	0.0000	Percent

**Agenda 9. Other businesses (if any)**

**The Chairman**, opened for discussion, queries and suggestions.

There were no further queries, feedback or suggestions from the Shareholders' meeting. Mr. Pumipat Sinacharoen, stated to the meeting that, now, Proud Real Estate Public Company Limited has announced its intention to join Thailand's Private Sector Coalition Against Corruption [CAC] to be a united front against corruption in the Thai private sector on 5 January 2024.

Then, the Chairman, declared to close the 2024 Annual General Meeting of Shareholders adjourned and thanked all shareholders who attended the meeting with useful suggestions, these suggestions are taken into consideration for further action.

As at the shareholders' meeting adjourned at 11.20 a.m. The number of shareholders and proxies attending the meeting were as follows:

Self-Attending Shareholders:	12	shareholders, representing	437,926,801	shares
Proxy Shareholders:	47	shareholders, representing	50,188,465	shares
Total number of shareholders:	59	shareholders, representing	488,151,266	shares

The Meeting adjourned at 11.20 p.m.

Yours sincerely,

- Signed -

(Mr. Pumipat Sinacharoen)

Chief Executive Officer

**Information of independent directors for the proxy of shareholders and  
qualifications of independent directors**

**1. Mr. Anuwat Maytheewibulwut**

Position: - Chairman of the Board  
- Independent Director  
- Chairman of the Audit Committee  
- Chairman of the Nomination and Remuneration  
- Chairman of the Risk Management Committee

Age: 73 Years Old

Address: Proud Real Estate Public Company Limited  
No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903,  
Ploenchit Road, Lumpini Sub-district, Pathumwan District, Bangkok,  
10330

Shareholding in the Company: None

Special Interest in the Meeting Agenda: None

Meeting: Extraordinary General Meeting of Shareholders No. 1/2025

**2. Ms. Anchalee Bunsongsikul**

Position: - Independent Director  
- Audit Committee  
- Risk Management Committee

Age : 55 Years Old

Address: Proud Real Estate Public Company Limited  
No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903,  
Ploenchit Road, Lumpini Sub-district, Pathumwan District, Bangkok,  
10330

Shareholding in the Company: None

Special Interest in the Meeting Agenda: None

Meeting: Extraordinary General Meeting of Shareholders No. 1/2025

### Qualifications of an Independent Director

The Company has defined the criteria and qualifications of independent directors in accordance with the Capital Market Supervisory Board Notification No. TorChor 39/2016, with the details as follows:

- (1) Holding no more than 1% of the total eligible voting shares of the Company, parent companies, subsidiaries, associated companies, major shareholders or controlling person of the Company, by totally counting the shares held by related person to such independent director.
- (2) Not being a director participating in management role, an employee, staff, advisor who receives a regular salary or a controlling person or the Company, parent companies, subsidiaries, associated companies, same level subsidiaries, major shareholders, or controlling person of the Company during the past 2 years before his/her appointment as independent directors. Except excluding the case that he/she was a government official or advisor of the government who is a major shareholder or controlling person of the Company.
- (3) Having no relation by blood or by legal registration as the father, mother, spouse, brother or sister, and child including spouse of child of other directors, executives, major shareholders, control person or person(s) who is nominated to be the director, executives, or control person of the Company or subsidiaries.
- (4) Having no business relation with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company that would impede his/her independent discretion. Not being or having been a significant shareholder or controlling person of the Company of a business relationship with the Company, parent companies, subsidiaries, associated companies, major shareholder or controlling person of the Company, unless clear from the foregoing relationship for not less than two years.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services, grant or receipt of financial assistance through receiving

### PROUD REAL ESTATE PUBLIC COMPANY LIMITED



or extending loans, guarantee, providing assets as collateral, including any other similar action, which results in the Company or its counterparty being subject indebtedness payable to the other party in the amount of 3 percent or more of the net tangible assets of the company or 20 million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for the value of connected transactions under the Notification of Capital Market Supervisory Board concerning Rules on Connected Transactions mutatis mutandis. The combination of such indebtedness shall include indebtedness taking place during the course of 1 year prior to the date on which the business relationship with the person is commenced.

- (5) Not being or having been an auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being or having been partners of an audit firm, where the auditor of the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company, except for the case of being exempted from having such characteristics, unless clear from those characteristics for not less than two years.
- (6) Not being a professional service provider including legal or financial advisor who receives service fee exceeding 2,000,000 Baht a year from the Company, parent companies, subsidiaries, associated companies, major shareholder, or controlling person of the Company. Not being a substantial shareholder, controlling person of the Company, or a partner of such service provider firm, except in the case of being exempted from having such characteristics, unless clear from those characteristics not less than two years.
- (7) Not being a director appointed for representation of Company's directors, major shareholders or shareholder who is a related person of the major shareholders of the Company.
- (8) Not undertaking any business, the nature of which is the same as the Company or its subsidiaries and, in any material respect, is competitive with the business of the Company or subsidiaries. Not being a substantial partner in the partnership, or a

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director who is involved in the Company management, an employee, a staff member, an advisor who receives regular salary or a shareholder holding more than one percent of shares with voting rights of a company the nature of whose business is the same as the Company. In any material respect, it is competitive with the business of the Company or subsidiaries.

- (9) Not having any characteristics that could not give an independent opinion on the operation of the Company.

## Company Regulations Related to Shareholders' Meeting

### Chapter 6

#### Shareholders' Meeting

**Article 30.** The Board of Directors must organize the Annual General Meeting of Shareholders within four (4) months from the end of the Company's fiscal year.

Any other shareholders' meeting, aside from the one mentioned in the previous paragraph, shall be called an Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting at any time as deemed appropriate.

One or more shareholders, holding not less than ten percent (10%) of the total issued shares, may submit a written request to the Board of Directors to call an Extraordinary General Meeting at any time. The written request must clearly specify the agenda and the reasons for calling the meeting. In such cases, the Board of Directors must convene the meeting within forty-five (45) days from the date of receiving the shareholders' request.

In the event that the Board of Directors fails to convene the meeting within the specified period, the shareholders who have signed the request, or other shareholders whose total shares meet the required amount, may call the meeting themselves within forty-five (45) days from the expiration of the specified period. In this case, it will be considered as a shareholders' meeting called by the Board of Directors, and the Company must bear the necessary expenses incurred from organizing the meeting and providing appropriate facilitation.

If it is found that the shareholders' meeting called by the shareholders, as mentioned in the previous paragraph, does not have a quorum as required under Article 32, the shareholders who initiated the request must jointly bear the responsibility for any damages caused by the organization of the meeting and compensate the Company accordingly.

**Article 31.** In calling a shareholders' meeting, the Board of Directors shall prepare a written notice of the meeting, specifying the venue, date, time, meeting agenda, and the matters to be presented, along with appropriate details. The notice must clearly indicate whether the matters are for acknowledgment, approval, or consideration, as applicable, as well as the Board of Directors' opinion on each matter. The notice shall be sent to shareholders not less than 7 days prior to the meeting date. Additionally, an announcement of the meeting notice shall be published in a newspaper for a period of 3 consecutive days, not less than 3 days before the date of the meeting.

**Article 32.** In a shareholders' meeting, there must be at least 25 shareholders, or their proxies (if any), present at the meeting, or at least half of the total number of shareholders, and the total number of shares



represented at the meeting must be no less than one-third of the total issued shares in order to constitute a quorum.

In the event that the number of shareholders present is insufficient to form a quorum, and the meeting has been delayed for one hour if the meeting was convened at the request of the shareholders, the meeting shall be considered adjourned. If the meeting was not called at the request of the shareholders, a new meeting shall be scheduled, and a notice of the meeting must be sent to shareholders at least 7 days prior to the new meeting date. For the subsequent meeting, there will be no requirement for a quorum.

**Article 33.** The resolutions of the shareholders' meeting shall require the following votes:

(1) In ordinary cases, a majority vote of the shareholders present and entitled to vote shall be required, with each share counting as one vote. In case of a tie, the chairman of the meeting shall cast an additional vote to break the tie.

(2) In the following cases, a vote of no less than three-fourths (3/4) of the total votes of the shareholders present and entitled to vote shall be required, with each share counting as one vote:

- (a) The sale or transfer of all or a significant part of the company's business to another party.
- (b) The purchase or transfer of another company's business or private company to the company.
- (c) The making, modification, or termination of contracts related to the leasing of all or a significant part of the company's business, the delegation of management to another party, or the merger with another entity for profit-sharing purposes.
- (d) The increase of the company's registered capital.
- (e) The reduction of the company's registered capital.
- (f) The issuance of bonds by the company.
- (g) The merger of the company.
- (h) The dissolution of the company.
- (i) The amendment of the company's Articles of Association and Memorandum of Association.
- (j) The issuance of shares, debt settlement, or debt-to-equity conversion under Section 54/1 of the Public Limited Companies Act (No. 2), B.E. 2544.

**Article 34.** A secret ballot may be conducted when requested by at least 5 shareholders, and the shareholders' meeting approves the request by a majority vote of the shareholders and proxies (if any) present and entitled to vote, with each share counting as one vote.

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**Article 35.** The matters to be conducted at the Annual General Meeting are as follows:

- (1) To consider the report of the Board of Directors submitted to the meeting regarding the company's operations in the previous year.
- (2) To consider and approve the balance sheet.
- (3) To consider the allocation of profits.
- (4) To elect directors to replace those retiring by rotation.
- (5) To appoint auditors.
- (6) Other matters.



## Documents or Evidences Required Prior for Registration to Attend the Meeting, Proxy Procedure, Registration Procedure, and Voting and Counting Methods Via Electronic Media

For the registration to attend the shareholders' meeting of Proud Real Estate Public Company Limited, shareholders are requested to review the relevant details regarding the participation in the meeting as follows:

### 1. Documents required for participation in the electronic meeting:

#### 1.1 For Individual Shareholders:

- If the shareholder attends the meeting in person, they must present a government-issued document that is still valid, such as a national ID card, civil servant ID, driver's license, or passport. In the event of a name change, supporting documents must also be provided.
- If a proxy is appointed to attend the meeting on behalf of the shareholder, the following documents are required:
  - (1) A proxy form (one of the forms sent with the invitation), duly filled out and signed by both the shareholder and the proxy.
  - (2) A copy of the government-issued identification document of the shareholder, with the shareholder's signature certifying its accuracy.
  - (3) A copy of the government-issued identification document of the proxy, with the proxy's signature certifying its accuracy.

#### 1.2 For Juristic Persons:

- If a representative of the shareholder (director) attends the meeting in person, the following documents must be prepared:
  - (1) A government-issued identification document of the representative of the juristic person, as required for individual shareholders.
  - (2) A copy of the certificate of incorporation of the juristic person, certified as true and correct by the representative (director) of the juristic person, with a statement indicating that the representative attending the meeting has the authority to act on behalf of the juristic person shareholder.

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## 2. In case the shareholder appoints a proxy to attend the meeting:

- 2.1 The proxy form (one of the forms sent with the invitation) must be fully completed, with the signatures of both the representative of the juristic person (director) who is appointing the proxy and the proxy.
- 2.2 A copy of the certificate of incorporation of the shareholder's juristic person, certified as a true copy by the representative (director) of the juristic person, with a statement indicating that the representative who signed the proxy form has the authority to act on behalf of the juristic person shareholder.
- 2.3 A copy of the government-issued identification document of the representative (director) of the juristic person, as required for individual shareholders, with the representative's signature certifying its accuracy.
- 2.4 A copy of the government-issued identification document of the proxy, as required for individual shareholders, with the proxy's signature certifying its accuracy.

## 3. In the case of foreign shareholders who appoint a Custodian in Thailand to hold and manage shares:

- 3.1 Prepare and present the documents as required for juristic persons.
- 3.2 In the case where a foreign shareholder appoints a Custodian to sign the proxy form on their behalf, the following additional documents are required:
  - (1) A power of attorney from the foreign shareholder authorizing the Custodian to sign the proxy form on their behalf.
  - (2) A letter confirming that the person signing the proxy form on behalf of the shareholder is authorized to conduct Custodian business. Any documents that are not originally in English must be accompanied by an English translation, and the shareholder or the representative of the juristic person must certify the accuracy of the translation.

## 4. Method of Proxy Appointment

The Company has sent a proxy form, as prescribed by the Department of Business Development, Ministry of Commerce, along with the invitation letter to the meeting, or shareholders can download the proxy form from the following three types (Form A, Form B,

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and Form C) from the Company's website at <https://proudplcinvestor.proudrealstate.co.th/sharedholder-info>, in accordance with the announcement of the Department of Business Development regarding the prescribed format for proxy forms.

- Form A is a general proxy form, which is simple and straightforward.
- Form B is a proxy form that specifies detailed and fixed items for proxy authorization.
- Form C is used specifically in cases where the shareholder is a foreign investor who appoints a Custodian in Thailand to hold and manage the shares on their behalf.

Shareholders who are unable to attend the Annual General Meeting of the Company via electronic media may appoint a proxy as follows:

(1) Choose **only one** of the proxy forms mentioned above:

- Ordinary shareholders may choose to use only Form A or Form B.
- Shareholders listed in the register as foreign investors who appoint a Custodian in Thailand to hold and manage shares may choose any one of the three forms (Form A, Form B, or Form C).

(2) Appoint a proxy to any person of the shareholder's choice or choose to appoint one of the Company's independent directors as the proxy. The name and details of the chosen proxy should be specified, or the shareholder may mark the box next to the name of the independent director designated by the Company in the proxy form, selecting only one person to act as the proxy for attending the meeting.

(3) Affix a 20 Baht stamp duty and date the proxy form to make it legally valid and binding. To facilitate shareholders, the Company will affix the stamp duty on the document when it is returned to the Company.

(4) Return the proxy form to the Company Secretary's Office to allow the Company staff sufficient time to verify the documents before the meeting date.

Shareholders cannot divide their shares by appointing multiple proxies to cast separate votes. Shareholders must appoint a proxy for the full number of shares they hold and cannot appoint a proxy for only a portion of their shares, except in the case of a Custodian

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appointed by foreign shareholders who are investors and have designated the Custodian to hold and manage their shares, as per Proxy Form C.

## 5. Registration for Participation in the Electronic Meeting

### 5.1 Shareholders wishing to attend the meeting in person

Shareholders can register to attend the meeting via the IR PLUS AGM system **from January 7, 2025, to January 22, 2025**, by verifying their identity for the meeting. Only a valid, government-issued original ID card that has not expired can be used for registration.

Registration can be done in advance on the website <https://webagm.irplus.in.th> from January 7, 2025, to January 22, 2025, until the meeting concludes. The system will be available for **log-in starting on January 22, 2025, from 8:00 AM onwards**. Shareholders can review the registration and meeting participation guide for the electronic meeting or scan the QR code.



Registration and Participation  
Manual for the Meeting



Application IR PLUS AGM  
for Android



Application IR PLUS AGM  
for iOS

### 5.2 Shareholders who do not wish to attend the meeting and wish to appoint a proxy

The Company requests that shareholders who wish to appoint a proxy send all required documents, as outlined in the proxy appointment details provided by the Company, via postal service to the following address:

**Company Secretary Office of Proud Real Estate PLC.**

No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903,  
Ploenchit Road, Lumpini Sub-district, Pathumwan District, Bangkok.

Prior to the shareholders' meeting, as the Company needs time to verify the accuracy of the documents to ensure that the electronic meeting proceeds correctly, once the Company has verified the proxy documents, the Company will notify the proxy holder of the username and password to log in to the electronic meeting system via

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the email provided by the shareholder in the proxy form. The log-in access will begin on January 22, 2025, starting from 8:00 AM.

**5.3 Shareholders who do not wish to attend the meeting and wish to appoint an independent director of the Company as a proxy**

Shareholders who do not wish to attend the meeting via electronic media are encouraged to appoint one of the Company's independent directors, Mr. Anuwat Maytheewibulwut or Ms. Anchalee Bunsongsikul, to attend the meeting on their behalf. Please send all required documents, as outlined in the proxy appointment details provided by the Company, via postal service to the following address:

**Company Secretary Office of Proud Real Estate PLC.**

No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903,  
Ploenchit Road, Lumpini Sub-district, Pathumwan District, Bangkok.

Prior to the shareholders' meeting, as the Company needs time to verify the accuracy of the documents to ensure that the electronic meeting proceeds correctly.

### Voting and Vote Counting Methods

1. One share equals one vote.
2. Shareholders attending the meeting in person and proxy holders (using Proxy Forms A or B) must vote in one of the following ways: agree, disagree, or abstain. The votes cannot be divided for each agenda item.
3. Proxy holders from foreign investors who appoint a Custodian in Thailand to hold and manage their shares (using Proxy Form C) may divide their votes for each agenda item.
4. If a shareholder appoints a proxy to attend the meeting, the proxy has the right to consider and vote on all matters as deemed appropriate, even if the proxy form does not specify how to vote. The voting process for the proxy will be the same as for shareholders attending the meeting in person. If the proxy form specifies the votes for each agenda item, the Company will record the votes as indicated in the form once the documents have been verified and the proxy is registered to attend the meeting.
5. During the vote on each agenda item, the chairman will ask if there are any votes of disagreement or abstentions. The system will allow participants to cast their votes as "agree," "disagree," or "abstain." Voting must be completed within the specified time. If a participant does not vote within the allotted time, it will be considered that the participant approves (agrees) with the proposal. If the voting time is still available for that agenda, participants can change their votes within the time set by the system. When counting votes, the Company will subtract the votes for "disagree" and "abstain" from the total votes, and the remaining votes will be counted as "agree."
6. Before voting on each agenda item, the chairman will give participants the opportunity to ask questions related to that agenda item, as appropriate. Participants should indicate their intention by clicking the icon, entering their name and the question they wish to ask in detail, and pressing "Confirm" to submit the question to the queue.
7. Resolutions of the shareholders' meeting will be based on the following votes:
  - 1) In normal cases, the majority of the votes from shareholders present and voting will determine the resolution.
  - 2) In other cases, where the law or the Company's regulations specify a different voting requirement, the resolution will follow the law or regulation, and the meeting facilitator will inform the shareholders before voting on each agenda item.

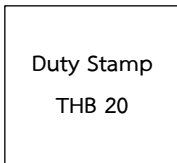
### **PROUD REAL ESTATE PUBLIC COMPANY LIMITED**

- 3) In the event of a tie, the chairman will cast an additional vote to break the tie.
  - 4) Shareholders or proxies with a special interest in any matter are requested to abstain from voting on that particular matter.
8. Vote counting will be done immediately, and the chairman will announce the vote results for each agenda item.

PROXY FORM A  
(SIMPLE FORM)

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550



Written at .....

Date .....Month .....Year.....

(1) I / We ..... Nationality .....  
with address at ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code.....

(2) Being a shareholder of **Proud Real Estate Public Company Limited**  
Holding the total amount of ..... shares with the voting right of..... votes as follows:

Ordinary share..... shares with the voting right of.....votes

Preferred share..... shares with the voting right of.....votes

(3) Do hereby appoint either one of the following persons:

(1).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(2).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(3).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(4).....Mr. Anuwat Maytheewibulwut.....Age .....70..... Year, Position ..Independent Director

with address at .....No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903..... Soi :  
Sub-district .....Lumpini..... District .....Pathumwan.....Province .....Bangkok.....  
Postal Code.....10330.....or

(5) Ms. Anchalee Bunsongsikul Age 55 Year, Position Independent Director  
with address at No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903 Soi :-  
Sub-district Lumpini District Pathumwan Province Bangkok  
Postal Code 10330

As only one of my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2025, scheduled for January 22, 2025, at 10:00 AM, via electronic media**, or as may be rescheduled to another date, time, location, and method.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect.

Sign ..... Proxy Grantor  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

**Remark**

The shareholder who grants the proxy must appoint only one proxy holder to attend the meeting and vote. It is not allowed to divide the number of shares among multiple proxy holders to cast separate votes.

**PROXY FORM B**  
**(SPECIFIC DETAILS FORM)**

According to Regulation of Department of Business Development

Re: Form of Proxy (No.5) B.E. 2550

Duty Stamp  
THB 20

Written at .....

Date .....Month .....Year.....

(1) I / We ..... Nationality .....  
with address at ..... Road ..... Sub-district .....  
District ..... Province ..... Postal Code.....

(2) Being a shareholder of **Proud Real Estate Public Company Limited**  
Holding the total amount of ..... shares with the voting right of..... votes as  
follows:

Ordinary share..... shares with the voting right of.....votes

Preferred share..... shares with the voting right of.....votes

(3) Do hereby appoint either one of the following persons:

(1).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(2).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(3).....Age .....Year

with address at..... Road ..... Sub-district .....  
District .....Province ..... Postal Code.....

or

(4)..... Mr. Anuwat Maytheewibulwut..... Age ..... 70..... Year, Position ..... Independent Director

with address at ..... No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903..... Soi :  
Sub-district ..... Lumpini..... District ..... Pathumwan..... Province ..... Bangkok.....  
Postal Code..... 10330..... or

(5) Ms. Anchalee Bunsongsikul Age 55 Year, Position Independent Director with address at No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903 Soi : Sub-district Lumpini District Pathumwan Province Bangkok Postal Code 10330

As only one of my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2025, scheduled for January 22, 2025, at 10:00 AM, via electronic media**, or as may be rescheduled to another date, time, location, and method.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

**Agenda 1 To acknowledge the 2024 Annual General Meeting of the Shareholders**

(This agenda item is for acknowledgment only, and therefore does not require approval by a resolution of the shareholders' meeting.)

**Agenda 2 To approve the issuance and offering of the Company's debt securities.**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve  Disapprove  Abstain

**Agenda 3 To consider other matters (if any)**

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve  Disapprove  Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the shareholders.

(6) In case I do not specify the authorization, or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my/our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.



Sign ..... Proxy Grantor  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

**Remark**

1. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form B as attached.

REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholders of Proud Real Estate Public Company Limited

at the Extraordinary General Meeting of Shareholders No. 1/2025, scheduled for January 22, 2025, at 10:00 AM, via electronic media, or as may be rescheduled to another date, time, location, and method.

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Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

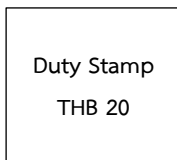
Agenda No. .... Subject .....

(a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my/our following instruction:

Approve       Disapprove       Abstain

PROXY FORM C  
 (FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)  
 According to Regulation of Department of Business Development  
 Re: Form of Proxy (No.5) B.E. 2550



Written at .....

Date .....Month .....Year.....

(1) I / We ..... Nationality .....  
 with address at ..... Road ..... Sub-district .....  
 District ..... Province ..... Postal Code.....

As a custodian for.....

Being a shareholder of **Proud Real Estate Public Company Limited** Holding the total amount  
 of ..... shares with the voting right of..... votes as follows:

Ordinary share..... shares with the voting right of.....votes

Preferred share..... shares with the voting right of.....votes

(2) Do hereby appoint either one of the following persons:

(1)..... Age .....Year

with address at..... Road ..... Sub-district .....

District .....Province ..... Postal Code.....

or

(2)..... Age .....Year

with address at..... Road ..... Sub-district .....

District .....Province ..... Postal Code.....

or

(3)..... Age .....Year

with address at..... Road ..... Sub-district .....

District .....Province ..... Postal Code.....

or

(4)..... Mr. Anuwat Maytheewibulwut..... Age .....70..... Year, Position ..Independent Director

with address at ..... No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903..... Soi ..

Sub-district ..... Lumpini..... District ..... Pathumwan..... Province ..... Bangkok.....

Postal Code.....10330.....or

(5) Ms. Anchalee Bunsongsikul Age 55 Year, Position Independent Director  
with address at No. 548, One City Centre Building, 19th Floor, Unit No. 1902-1903 Soi :-  
Sub-district Lumpini District Pathumwan Province Bangkok  
Postal Code 10330

As only one of my/our proxy to attend and vote on my/our behalf at **the Extraordinary General Meeting of Shareholders No. 1/2025, scheduled for January 22, 2025, at 10:00 AM, via electronic media**, or as may be rescheduled to another date, time, location, and method.

(3) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

- The voting right in all the voting shares held by us is granted to the proxy.
- The voting right in part of the voting shares held by us is granted to the proxy as follows:
- Ordinary share.....shares with the voting right of ..... votes
- Preferred share.....shares with the voting right of ..... votes
- Total ..... votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intentions as follows:

**Agenda 1 To acknowledge the 2024 Annual General Meeting of the Shareholders**

(This agenda item is for acknowledgment only, and therefore does not require approval by a resolution of the shareholders' meeting.)

**Agenda 2 To approve the issuance and offering of the Company's debt securities.**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve  Disapprove  Abstain

**Agenda 3 To consider other matters (if any)**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve  Disapprove  Abstain

(5) Vote of the proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the shareholders.

(6) In case I do not specify the authorization, or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment

to any fact, the Proxy shall be authorized to consider and vote the matter on my/our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me/us in all respect except for vote of the Proxy which is not in accordance with this Proxy Form.

Sign ..... Proxy Grantor  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

Sign ..... Proxy Holder  
(.....)

**Remark**

1. This Proxy Form C shall be applicable only for the Shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
  - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
  - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In case there is any further agenda apart from specified above brought into consideration in the meeting, the Grantor may use the Regular Continued Proxy Form C as attached.

REGULAR CONTINUED PROXY FORM C

Authorization on behalf of the Shareholders of Proud Real Estate Public Company Limited at the Extraordinary General Meeting of Shareholders No. 1/2025, scheduled for January 22, 2025, at 10:00 AM, via electronic media, or as may be rescheduled to another date, time, location, and method.

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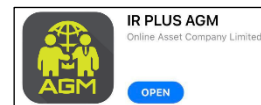
- Agenda No. .... Subject .....
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve ..... votes  Disapprove ..... votes  Abstain..... votes
- Agenda No. .... Subject .....
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve ..... votes  Disapprove ..... votes  Abstain..... votes
- Agenda No. .... Subject .....
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve ..... votes  Disapprove ..... votes  Abstain..... votes
- Agenda No. .... Subject .....
- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve ..... votes  Disapprove ..... votes  Abstain..... votes

# IR PLUS AGM

## Electronic-Annual General Meeting (E-AGM)

### 1. Download and Install application “IR PLUS AGM”

From App Store (Support since iOS 15) and Google Play Store (Support since Android 8)



**iOS**  
iOS 15 ขึ้นไป



**Android**  
Android 8.0 ขึ้นไป

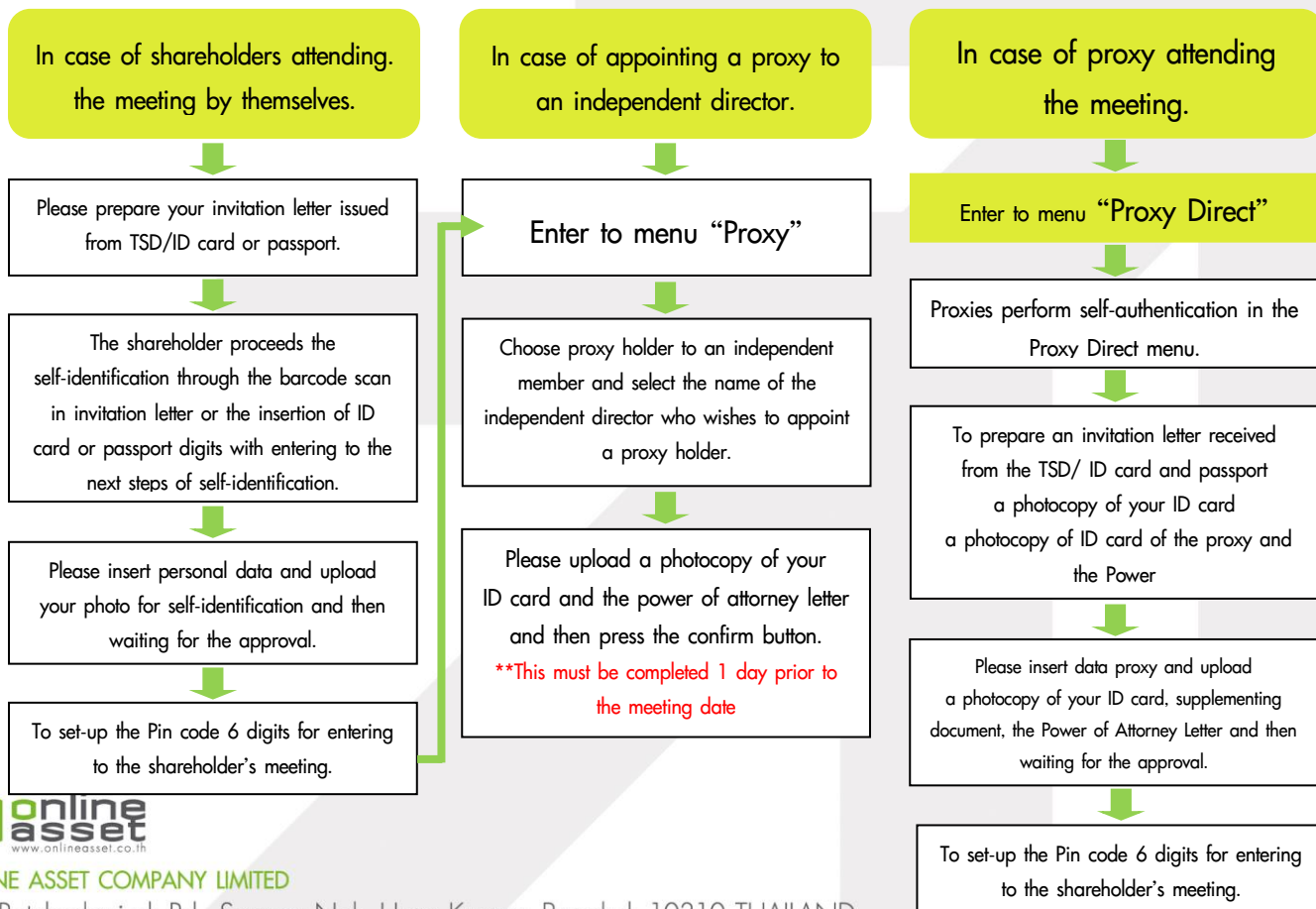


“webagm.irplus.in.th”

Or attend the meeting via the Web App “webagm.irplus.in.th” on Google without an application or program installed.

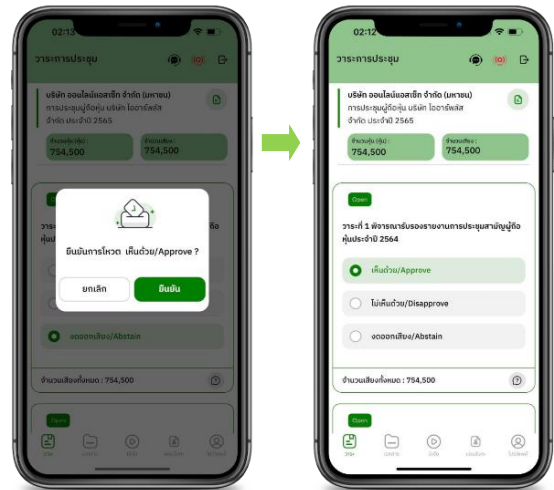
### 2. Identity verification process (KYC)

- Select the company you want to attend the meeting. And select the status of the user, then Login to access the system with the ID card number of the shareholders.
- Please insert personal data, upload your photo of the ID card, and then take a photograph of the shareholder holding the ID card for identity verification.
- Fill up the OTP received from the system via selected channels (text/e-mail)
- The system will notify the result of identity verification (KYC) as "Approve" or "Disapprove" In case of Disapprove, the shareholder must proceed with the KYC procedure again.
- Set up the Pin code for attend the meeting.



### 3. How to vote.

The system will Default vote “Agree” on every agenda that can change the vote result “Disagree” or “Abstain”  
Then press the bottom confirms to confirm. The system Will change the voting result immediately.  
As shown in the picture.



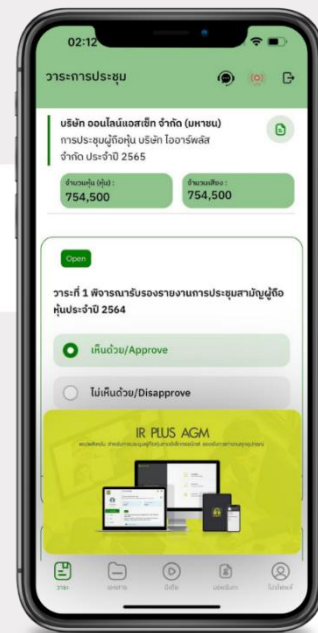
### 4. Asking question, Text format and VDO Call format



- In case, Asking questions via VDO Call  
Click that shown on your screen, then type the question.  
Then wait for the staff will get back to you.
- In case, Asking questions via Text  
Click that shown in every agenda to send questions to be asked in that agenda. You can ask a question in the system at any time until the agenda is closed.

### 5. Other Menu

- : Document
- : Media or VDO Presentation
- : Proxy \*Incase Provide proxy to independent directors only.  
This must be completed 1 day prior the meeting date
- : Profile
- : Log out **\*\*When you confirm to log out the meeting  
Your vote will eliminate from the vote base immediately.**
- : Live stream



If you encounter problems in the use please contact : IR PLUS AGM Call Center

Call : 02-022 6200 ext. 2, 626 Office hours: 9:00 a.m. to 5:30 p.m. Monday to Friday



Add Line id : @irplusagm

Or scan QR Code to report a problem using the system to get help quickly.



## Procedure for submitting questions in advance regarding the shareholders' meeting

The Board of Directors has deemed it appropriate to provide shareholders with the opportunity to submit comments or questions related to the shareholders' meeting in advance of the meeting date. Shareholders may submit their questions to the Company through the following channels:

1. Shareholders submitting questions are kindly requested to provide the following information:
  - Full name, address, telephone number, fax number, and email address (if applicable) where the Company can contact you.
  - The question or comment to be raised, along with any supporting documents or information (if applicable).
2. Channels for Submitting Questions:
  - Email: [Legal\\_Comsec@proudrealstate.co.th](mailto:Legal_Comsec@proudrealstate.co.th)
  - Postal mail to the following address:  
Company Secretary Office, Proud Real Estate Public Company Limited  
No. 548 One City Center Building, 19th Floor, Unit No. 1902-1903  
Ploenchit Road, Lumpini, Pathumwan District, Bangkok
3. Period for Submitting Questions:

The Company invites shareholders to submit questions regarding the shareholders' meeting starting from now, with the deadline for submission being no later than January 20, 2025.
4. The Company Secretary's office will collect the submitted questions and forward them to the Board of Directors for consideration. The responses to these questions will be provided during the shareholders' meeting.

## Personal data processing form for shareholders

Proud Real Estate Public Company Limited ("the Company") respects the right to privacy and places great importance on the protection of personal data related to individuals who engage in transactions or have business dealings with the Company. In order to ensure that you are confident that your personal data, which the Company collects, will be used for its intended purposes and in accordance with the Personal Data Protection Act B.E. 2562, for the Extraordinary General Meeting of Shareholders No. 1/2025, the Company would like to inform you of the details regarding the processing of your personal data, as follows:

### 1. Details of the Data Controller

Name:	Proud Real Estate Public Company Limited
Contact Address:	No. 548 One City Center Building, 19th Floor, Unit No. 1902-1903, Ploenchit Road, Lumpini, Pathumwan District, Bangkok, 10330
Contact for Data Protection Officer (DPO):	Email: <a href="mailto:dpo@proudrealestate.co.th">dpo@proudrealestate.co.th</a> Phone: 02-035-0999 Website: <a href="http://www.proudrealestate.co.th">www.proudrealestate.co.th</a>

### 2. Personal Data Collected

The Company collects your personal data for the purpose of organizing the Extraordinary General Meeting of Shareholders No. 1/2025 and for shareholder participation in the meeting. The data collected includes your name, surname, address, telephone number, ID card number or passport number, bank account number, email address, fax number, securities holder registration number, and information related to shares, as well as electronic traffic data in the case of holding the meeting via electronic media.

Additionally, the Company will record still images, motion pictures, and broadcast audio and visual recordings during the meeting. The video recording of the meeting will also be published on the Company's website for legitimate purposes and for the benefit of shareholders.

## PROUD REAL ESTATE PUBLIC COMPANY LIMITED

548 One City Centre Building, 19th Floor,  
Ploenchit Road, Lumpini, Pathum Wan, Bangkok 10330  
Tel.: 02 035 0999 Fax: 02 035 0998

### **3. Source of Collected Personal Data**

The Company collects personal data directly from the data subject, and from other sources, including the securities registrar or the Thailand Securities Depository (TSD), which is the securities registrar of the Company.

### **4. Purpose of Collecting and Processing Data**

The Company requires you to submit a photograph and/or a copy of your ID card to verify your identity. The personal data on the ID card may contain sensitive information, such as religion. Since the Company does not intend to collect sensitive personal data, we kindly ask that you cover or obscure that part of the ID card before submitting a copy to the Company.

The Company will collect, use, and/or disclose your personal data only as necessary for legitimate purposes or where there is a legal basis to do so. This may include fulfilling legal obligations (such as calling and conducting the shareholders' meeting, identity verification, sending related documents, and other actions to comply with the law, such as the Public Limited Companies Act B.E. 2535, the Civil and Commercial Code, and other relevant laws) or conducting necessary activities under the legitimate interests of the Company or other individuals or legal entities. These activities may include preparing meeting reports, broadcasting the meeting's audio and video, recording still and motion pictures for use as evidence of the meeting, publishing information through print and electronic media, ensuring security, and any other necessary activities while respecting your fundamental rights regarding personal data and not exceeding the scope that you could reasonably expect.

### **5. Disclosure of Personal Data**

The Company may need to disclose the personal data of data subjects to other individuals, legal entities, or relevant authorities as required by law and in accordance with good corporate governance principles. This is done to facilitate the Company's operations and to provide services to data subjects in line with the purposes outlined in this notice.

In disclosing personal data to these parties, the Company will ensure that such parties maintain the confidentiality of the personal data and do not use it for purposes other than those defined by the Company.

## **PROUD REAL ESTATE PUBLIC COMPANY LIMITED**

## 6. Retention Period and Data Security

The Company will retain your personal data for as long as necessary while you remain a shareholder of the Company, or for the duration required to achieve the relevant purposes. If required by law, the Company may retain the data for a period of up to 10 years. The Company will implement appropriate measures to delete or destroy your personal data, or anonymize it when it is no longer necessary or after the retention period has ended.

## 7. Rights of the Data Subject

- (1) The right to access and obtain a copy of personal data concerning oneself, or to request disclosure of the sources of personal data that the individual did not consent to.
- (2) The right to object to the collection, use, or disclosure of personal data concerning oneself.
- (3) The right to request the deletion or destruction of personal data, or to make the data anonymized so that it can no longer identify the data subject.
- (4) The right to request the suspension of the use of personal data.
- (5) The right to withdraw consent for the processing of personal data that has been previously consented to. Withdrawal of consent does not affect the lawfulness of data processing based on consent prior to withdrawal.
- (6) The right to request the correction of personal data to ensure its accuracy.
- (7) The right to request the transfer of personal data.

You can contact the Company's Data Protection Officer to exercise any of the rights mentioned above by sending a request via email at [dpo@proudrealstate.co.th](mailto:dpo@proudrealstate.co.th), by phone at 02-035-0999, or by reviewing additional details and forms for exercising your rights on the Company's website at [www.proudrealstate.co.th](http://www.proudrealstate.co.th).