



<b>Letter No.:</b>	PROUD-LC 2025-004
<b>Subject:</b>	Notice of Resolutions of the Board of Directors Regarding the Determination of the Date for the Annual General Meeting of Shareholders for the Year 2025 and the Suspension of Dividend Payments
<b>To:</b>	President The Stock Exchange of Thailand
<b>Headline:</b>	Notice of Resolutions of the Board of Directors Regarding the Determination of the Date for the Annual General Meeting of Shareholders for the Year 2025 and the Suspension of Dividend Payments
<b>Security Symbol:</b>	PROUD

#### Announcement Details

Schedule of Shareholders' meeting	
Subject	Schedule of Annual General Meeting of Shareholders
Date of Board resolution	24-Feb-2025
Shareholder's meeting date	23-Apr-2025
Beginning time of meeting (hh:mm)	10 : 00
Record date for the right to attend the meeting	27-Mar-2025
Ex-meeting date	26-Mar-2025
Significant agenda item	- Omitted dividend payment - Changing / renewal of the term of the director(s)
Venue of the meeting	Electronics Meeting
Agenda Item 1	
Agenda Detail	To acknowledge the minutes of the Extra Ordinary Annual General Meeting of Shareholders No.1/2025
Type	To acknowledge
Board's Resolution	
The Board of Directors has reviewed and concluded that the minutes of the Extraordinary General Meeting of Shareholders No. 1/2025, held on January 22, 2025, have been accurately recorded in accordance with the resolutions passed at the meeting. Consequently, the Board deems it appropriate to propose that the Shareholders' Meeting acknowledge the minutes of the aforementioned meeting.	

**Agenda Item 2**

Agenda Detail	To acknowledge the reports of board of directors and operating results for the year ended 31 December 2024
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Type	To acknowledge
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**Board's Resolution**

The Board of Directors deems it appropriate to propose to the Shareholders' Meeting to acknowledge the report of the Board of Directors regarding the Company's performance for the year 2024.

**Agenda Item 3**

Agenda Detail	To consider and approve the financial statements for the year ended 31 December 2024
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Type	To Consider and approve
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**Board's Resolution**

The Board of Directors deems it appropriate to propose the Annual General Meeting of Shareholders for the year 2025 to consider approving the financial statements of the Company for the year 2024, ended December 31, 2024, which have been audited by a certified auditor and considered by the Audit Committee.

**Agenda Item 4**

Agenda Detail	To consider and approve the allocation of net profit as a legal reserve and the omission of dividend payments.
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Type	To Consider and approve
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**Board's Resolution**

The Board of Directors deems it appropriate to propose to the Shareholders' Meeting to consider approving the allocation of the net profit for the year 2024 as a legal reserve in the amount of 5,366,696 Baht and to approve the omission of dividend payments.

**Dividend payment / Omitted dividend payment**

Subject	Omitted dividend payment
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Date of Board resolution	24-Feb-2025
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Omitted dividend payment from	Operating period from 01-Jan-2024 to 31-Dec-2024
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**Agenda Item 5**

Agenda Detail	To consider and approve the appointment of directors in replacement of those who must retire by rotation
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Type	To consider and approve the appointment of directors
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**Board's Resolution**

The Board of Directors deems it appropriate to propose to the Shareholders' Meeting to consider approving the election of the three directors who are retiring by rotation to continue serving in their respective positions for another term. The proposal for the re-election of the retiring directors has undergone a thorough review by the Nomination and Remuneration Committee and has been approved by the Board of Directors.

Change of director/Executive	
Re-election	
Director Name	Miss PROUDPUATH LIPTAPANLOP
Position in company (1)	DIRECTOR
Effective Date (1)	13-May-2019
Change of director/Executive	
Re-election	
Director Name	Mr. PUMIPAT SINACHAROEN
Position in company (1)	DIRECTOR
Effective Date (1)	01-Jan-2021
Change of director/Executive	
Re-election	
Director Name	Mr. DAN SORNMANI
Position in company (1)	INDEPENDENT DIRECTOR
Effective Date (1)	23-Feb-2021
Agenda Item 6	
Agenda Detail	To consider and approve the increase in the number of directors and the appointment of new directors.
Type	To Consider and approve
Board's Resolution	
<p>The Board of Directors deems it appropriate to propose to the Shareholders' Meeting to consider approving the increase in the number of directors from the current 8 to 11. It is proposed to appoint Mr. Sutep Dechrugsa , Mr. Thanasak Chanyapoon, and Mr. Chetawan Anuntasomboon as Independent Directors of the Company, as they meet all the qualifications under the Public Company Limited Act B.E. 2535. They possess the knowledge, skills, and experience that would be beneficial to the operations of the Company and contribute to its future development.</p>	
Agenda Item 7	
Agenda Detail	To approve the determination of the directors' remuneration for the year 2025.
Type	To Consider and approve
Board's Resolution	
<p>The Board of Directors deems it appropriate to propose to the Shareholders' Meeting to consider approving the determination of the directors' remuneration for the year 2025. The proposed remuneration has undergone a thorough review by the Nomination and Remuneration Committee and has been approved by the Board of Directors.</p>	

**Agenda Item 8**

Agenda Detail	To approve the appointment of auditors and the determination of their remuneration for the year 2025.
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Type	To Consider and approve
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**Board's Resolution**

The Board of Directors deems it appropriate to the Shareholders' Meeting to consider approving the appointment of the auditors from EY Office Limited as the auditors of the Company for the year 2025 and the annual audit fee has been determined under the approval of the Audit Committee.

Auditors Appointment	
No 1	
Auditor Name	Mr. PIYA CHAIPRUCKMALAKARN
CPA License No.	7544
Accounting and Audit firm	EY OFFICE LIMITED
Audit End Date	31-Dec-2025
No 2	
Auditor Name	MISS SATIDA RATANANURAK
CPA License No.	4753
Accounting and Audit firm	EY OFFICE LIMITED
Audit End Date	31-Dec-2025
No 3	
Auditor Name	Mr. SAMRAN TAENGCHAM
CPA License No.	8021
Accounting and Audit firm	EY OFFICE LIMITED
Audit End Date	31-Dec-2025
No 4	
Auditor Name	Mr. CHAWALIT CHALUAYAMPORN BUT
CPA License No.	8881
Accounting and Audit firm	EY OFFICE LIMITED
Audit End Date	31-Dec-2025
No 5	
Auditor Name	Mr. SOMSAK CHIRATDHITIAMPHYVONG
CPA License No.	8874
Accounting and Audit firm	EY OFFICE LIMITED
Audit End Date	31-Dec-2025

The company hereby certifies that the information above is correct and complete.

Signature \_\_\_\_\_  
(Mr.Pumipat Sinacharoen)  
Chief Executive Officer  
Authorized person to disclose information

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