

PROUD-LC 2024/06

24 April 2024

Subject: Resolutions of the Annual General Meeting of Shareholders 2024

Attention: The President

The Stock Exchange of Thailand

Proud Real Estate Public Company Limited (the “**Company**”) would like to notify the Stock Exchange of Thailand that the 2024 Annual General Meeting of Shareholders of the Company via Electronic Media, held on 24 April 2024 at 10.00 am. passed the resolutions as summarized below:

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

Voting: This agenda was passed by the majority of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	488,142,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

**Agenda 2** To acknowledge the operating results and approve the audited financial statements of the Company for the year ended 31 December 2023.

Voting: This agenda was passed by the majority of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	488,142,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

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

Voting: This agenda was passed by the majority of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	486,493,766	Votes	Percentage	99.6605
Disagreed by	1,657,500	Votes	Percentage	0.3395
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

**Agenda 4 To appoint the auditors and fix their remuneration for year 2024.**

1. Appointed EY Company Limited (EY) as the Company's auditor for the year 2024 as follows:

1. Mr. Piya	Chaipruckmalakarn	C.P.A. Registration No. 7544, and/or
2. Mr. Samran	Taengcham	C.P.A. Registration No. 8021, and/or
3. Ms. Kwanjira	Tanomwongtai	C.P.A. Registration No. 8804

In the case that the above-mentioned auditors are unable to perform their duties, EY will arrange for an alternate auditor from EY. The Company and its subsidiaries have the same auditors.

2. Approved the audit fee for the year 2024 as follows:

<u>Audit Fee</u>	Baht 1,500,000
<u>Non-Audit Fee</u>	Actual Service Charge (if any)

Voting: This agenda was passed by the majority of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

**Agenda 5 To elect directors to replace those who retire by rotation.**

Voting: This agenda was passed by the majority of the votes of shareholders who attend the meeting and have the right to vote as follows:

5.1 Mr. Anuwat Maytheewibulwut was re-elected as director for another term of appointment.

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

5.2 Mr. Pasu Liptaponlop was re-elected as director for another term of appointment.

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

5.3 Mr. Anucha Sihanatkathakul was re-elected as director for another term of appointment.

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	-
Invalid Ballots	0	Votes	Percentage	-

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

1. Maintain the remunerations for the year 2024 to the Board of Directors and sub-committees are 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

Other Benefits: - None –

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.

Voting: This agenda was passed by a vote of not less than two-thirds of the shareholders in attendance as follows:

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	0.0000
Invalid Ballots	0	Votes	Percentage	0.0000

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

Voting: This agenda was passed by a vote of not less than three-fourths of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	0.0000
Invalid Ballots	0	Votes	Percentage	0.0000

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

**Memorandum of Association.**

Voting: This agenda was passed by a vote of not less than three-fourths of the votes of shareholders who attend the meeting and have the right to vote as follows:

Agreed by	488,151,266	Votes	Percentage	100
Disagreed by	0	Votes	Percentage	0.0000
Abstained by	0	Votes	Percentage	0.0000
Invalid Ballots	0	Votes	Percentage	0.0000

Please be informed accordingly.

Yours faithfully,

- Signed -

(Mr. Pumipat Sinacharoen)  
Chief Executive Officer