



AGM 001/2025

March 26, 2025

- Subject :** Invitation to the 2025 Annual General Meeting of Shareholders through Electronic Meeting (E-AGM)
- To :** Shareholders of Prinsiri Public Company Limited
- Attachments :**
1. The Annual Registration Statements / Annual Report for the year 2024 ( From 56-1 One report ), and the Statement of Financial Position and Statement of Comprehensive Income at the fiscal year ended December 31, 2024 in QR code Format (QR Code) (Supporting documents for consideration of Agenda Item 1.)
  2. Profiles of nominated candidates who are retiring by rotation and to be re-elected as directors. (Supporting documents for consideration of Agenda Item 5.)
  3. Proxy Form Type A, Type B and Type C
  4. Procedures and Methods for Registration to Attend the 2025 Annual General Meeting of Shareholders via Electronic Means (E-AGM), Document Required for Meeting Attendance, and Proxy Appointment
  5. The Articles of Association of the Prinsiri Public Company Limited regarding the Annual General Meeting.
  6. E-Meeting Acceptance Form.
  7. Information of Independent Director Nominated by the Company as the Proxy of the Shareholders
  8. Personal Data Protection Notice (PDPA)

The Board of Directors of Prinsiri Public Company Limited (“the Company”) No. 1/2025 held on February 26, 2025 has resolved to convene the 2025 Annual General Meeting of Shareholders on Friday April 25, 2025 at 14.00 hrs. The Company will conduct the meeting exclusively in the form of electronic meeting (E-Meeting) , in compliance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) (including amendments) and other related laws and regulations.

The Company has sent the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, which was held on October 22, 2024 to The Stock Exchange of Thailand and related organizations within the period specified by law and has published it on the Company's website since November 4, 2024 in order for the shareholders to review the correctness and completeness. There were no shareholders objecting or proposing to amend the minutes of the meeting.



Furthermore, in order to set the agendas for the Annual General Meeting of Shareholders for the year 2025, the Company had announced on its website and publishing the principles and guidelines specified by the Company through the system of The Stock Exchange of Thailand to invite agenda proposals and/or the proposal for director nomination from the shareholders in advance from 4 December 2024 to 31 January 2025. After the said period, there was no shareholder proposed agenda for the Meeting and nominated candidate for the Company's directorship. The Company, therefore, would like to announce the agendas proposed by the Board of Directors together with the opinions of the Board of Directors as follows:

**Agenda Item 1**                      **To acknowledge the business performance of the year 2024**

Facts and Rationales:                      The Company has prepared the performance report for the year 2024 and the Annual Report of the Company as contained in the Annual Registration Statements / Annual Report for the year 2024 (Form 56-1 One Report) (in QR Code format) that sent to the shareholders along with the invitation to this meeting in accordance with the regulations of The Securities and Exchange Commission and The Stock Exchange of Thailand, as shown in the invitation of the meeting according to **Attachment 1.**

The Board's opinion:                      the Board of Directors deems it appropriate to propose the 2025 Annual General Meeting of Shareholders for acknowledgment of the Company's performance for the year ended 2024 and the Annual report for the year 2024

Vote Required:                              This agenda is for shareholders' acknowledgment therefore voting is not required.

**Agenda Item 2**                      **To consider and approve the Financial Statement of the year 2024**

Facts and Rationales:                      In compliance with Section 112 of The Public Limited Companies Act B.E. 2535 (1992) (including amendments) and the Article 54 of the Articles of Association of the Company, the Board of Directors is required to provide an accurate and integral balance sheet and profit and loss statements made at the end of the Company's accounting period for submission to the shareholders' meeting for consideration and approval at the annual general meeting. The Board of Directors shall also arrange for an auditor to complete the audit of such balance sheets and profit and loss statements before submitting them to the shareholders' meeting.

The Company's financial statements for the accounting period ending December 31, 2024, have been prepared in accordance with financial reporting standards, which has been audited and certified by a certified public accountant and approved by the Audit Committee and the Board of Directors. The details of the annual financial statements of the Company for the year ended 31 December 2024, are contained in the Annual Registration Statements / the 2024 Annual Report (Form 56-1 One Report), which has been sent to shareholders along with this invitation letter, as per the accompanying Attachment 1 which summarizes the key points as follows:

Unit : THB

<u>List of items</u>	<u>Consolidated Financial Statement</u>	<u>Separated Financial Statements</u>
<u>Total assets</u>	<u>12,387,497,610</u>	<u>9,412,072,872</u>
<u>Total liabilities</u>	<u>6,995,742,690</u>	<u>4,465,792,548</u>
<u>Shareholder's equity</u>	<u>5,391,754,920</u>	<u>4,946,280,324</u>
<u>Paid-up Capital</u>	<u>1,220,011,755</u>	<u>1,220,011,755</u>
<u>Revenue from the sale of real estate, leasing, and services.</u>	<u>2,022,353,495</u>	<u>493,584,355</u>
<u>Net Profit</u>	<u>110,681,353</u>	<u>4,743,175</u>
<u>Earning per share (Baht/Share)</u>	<u>0.09</u>	<u>0.004</u>

The Audit Committee's opinion: The Audit Committee has considered and reviewed the annual financial statements of the Company for the year ended 31 December 2024, which have been audited and signed by the auditor from DIA International Company Limited and opined that the financial statements present fairly, in material respects, in accordance with Thai Financial Reporting Standards (TFRSs), and deems it appropriate to propose that the Board of Directors submit the Company's financial statements for the year ended 31 December 2024 to the Annual General Meeting of Shareholders for consideration and approval.

The Board's opinion: The Board of Directors deems it appropriate to propose the 2025 Annual General Meeting of Shareholders to approve the financial statements for the year ended



December 31, 2024 which have been audited by a Certified Public Accountant of the Company and has been reviewed by the Audit Committee, as well as approved by the Audit Committee and the Board of Directors. The Board of Directors and the Audit Committee have provided their opinions in the "Report of the Board of Directors' Responsibilities for Financial Reporting" and the "Report from the Audit Committee," which are included in the 2024 Annual Report (Form 56-1 One Report) (in QR CODE format) that has been sent to shareholders along with the invitation letter, as per the accompanying Attachment 1.

Vote Required:

This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

**Agenda Item 3**

To consider and approve the appointment of auditors for the fiscal year ending December 31, 2025, and determine the annual audit fee.

Facts and Rationales:

Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (including amendments) and Article 58 of the Articles of Association of the Company, the appointment of auditor and audit fees shall be approved at the Annual General Meeting of Shareholders. The auditor who retired is eligible for re-appointment. However, the auditor must not be a director, employee, staff member, or hold any position within the Company.

In addition, the notification of the Capital Market Supervisory Board No. Tor Jor. 75/2561 (2018) regarding criteria, conditions, and procedures for reporting, disclosure of the financial position, and an operating result of the Company issuing the securities (No. 14), the Company has to rotate the auditors when they have performed their duties for 7 consecutive fiscal years. Such auditors must cease performing audit services for 5 consecutive fiscal years. The rotation is not necessary to be replaced by the new audit firm. The Company can appoint a new individual auditor from the current audit firm.

Opinion of the Audit Committee:

The Audit Committee considered the appointment of the auditors by their performance of the duties expertly, independence, skills, knowledge, capabilities of the team, as well as experience in auditing that will benefit the business to be gained and audit fee. The Audit Committee considered and proposed the Board of Directors to appoint auditors from DIA International Auditing Company Limited ("DIA") as the Company's auditor for

*The Art of Living*

the year 2025 because DIA is a leading audit firm with international standards, and expertise in auditing, and proposes appropriate audit fees. The Audit Committee recommended the Board of Directors to propose to the Annual General Meeting of Shareholders to appoint the following persons as the auditor of the Company for the year 2025.

Name of Auditor	CPA License No.	being the signatory on the financial statements
Mr. Nopparoek Pissanuwong	7764	- or
Ms. Somjintana Pholhirunrat	5599	- or
Ms. Supaporn Mungchit	8125	- or
Ms. Raweewan Chuenchom	7487	-

One of the above auditors is able to audit and express opinions on financial statements of the Company, its subsidiaries and its associates. And, also sign the audit report of the Company. In the event that the above-mentioned auditors are unable to perform their duties, DIA shall assign other auditors of the auditing company who are approved by the Securities and Exchange Commission, to audit and express an opinion on the Company's financial statements and sign the Company's audit report in place of the aforementioned auditor

It is noted that DIA International Auditing Company Limited and the 4 auditors named above are not shareholders of the Company. They are approved by the Securities and Exchange Commission, and have no relationship with the Company, no vested interest in the Company, its subsidiaries, executives, major shareholders, or related persons. Additionally, they do not provide consulting services to the Company in any way. Therefore, they maintain independence in auditing and expressing opinions on the Company's financial statements. The proposal for the appointment of the auditor and the determination of the auditor's remuneration for the year 2025 has been scrutinized by the Audit Committee.

The Audit Committee has considered the selection and proposed the appointment of the auditor for the year 2025. The evaluation was based on the auditor's independence, the skills, knowledge, and capabilities of the team, their experience in auditing, which

would be beneficial to the business and the appropriateness of the audit fee. Therefore, the Audit Committee considered it appropriate to propose the Board of Directors to propose the 2025 Annual General Meeting of the Shareholders to appoint DIA as the Company's auditor for the year 2025 and determine an audit fee not exceeding Baht 3,885,000 exclusive of the Non-Audit Fee. The details of a comparison of the audit fees from the previous year are as follows:

Unit :Baht

Remuneration of Auditors	Year 2025* (Proposed)	Year 2024
The Company's auditors	1,600,000	1,750,000
The Subsidiaries and Associates ' auditors	2,285,000	2,115,000
Other services	None	None
<b>Total amount of the auditors' remuneration</b>	<b>3,885,000</b>	<b>3,865,000</b>

\*Remark:

The audit fee for the year 2025 (the proposed year) for the Company has decreased by 150,000 Baht, while the fee for the subsidiary, Plearnary Mall Co., Ltd., has increased by 150,000 Baht. Additionally, due to the establishment of 2 new subsidiaries in 2024, namely Forre Prachauthrit 90 Co., Ltd. and CitySense Prachauthit 90 Co., Ltd., the audit fee for the newly established subsidiaries is 10,000 Baht per company. As a result, the total audit fee for the year 2025 (the proposed year) has increased by 20,000 Baht.

DIA is elected to be an auditor of 17 Company's subsidiaries and associates using the same audit firm as the Company. If its subsidiaries and associates undergo auditing by other auditors, the Board of Directors will ensure that financial statements are prepared within the prescribed time frame for the Company, subsidiaries, and associated companies.

The Board's opinion:

The Board of Directors has considered the auditors' qualifications in accordance with the Articles of Association of the Company and the Securities and Exchange Commission, the independence of the auditors, the standard of work, and performance, when comparing the workload and audit fees of other listed companies at the same level, the audit fees are deemed appropriate and agreed with the Audit Committee



to propose to the Annual General Meeting of the Shareholders to appoint 1.) Mr. Nopparoek Pissanuwong CPA License No. 7764 and/or 2.) Ms. Somjintana Pholhirunrat CPA License No. 5599 and/or 3.) Ms. Supaporn Mungchit CPA License No. 8125 and/or 4.) Ms. Raweewan Chuenchom CPA License No. 7487 and/or other auditors of the DIA International Auditing Company Limited as the Company's auditors for the year 2025 and determine audit fee for Prinsiri Public Company Limited, its subsidiaries and its associates, for the year 2025 in the amount not exceeding Baht 3,885,000 exclusive of the Non-Audit Fee.

Vote Required:

This agenda requires the approval of the meeting by a majority votes of shareholders attending the Meeting and casting their votes.

Agenda Item 4

**To consider and approve the non-appropriation of the legal reserve and omission of the dividend payment of the business performance of the year 2024;**

Facts and Rationales:

According to Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including amendments) and the Article 57 of the Articles of Association of the Company prescribes the Company shall allocate part of its annual net profit to a reserve fund in an amount of not less than 5 percent of the annual net profit deducted of accumulated loss carried forward (if any) until this reserve fund reaches the amount of not less than 10 percent of the registered capital. And to comply with Section 115 of the Public Limited Companies Act B.E. 2535 (1992) (including amendments) and Article 56 of the Articles of Association of the Company, no dividend shall be paid other than out of profits. In case the Company still has an accumulated loss, no dividends shall be paid. The Board of Directors shall determine the amount of dividends as deemed appropriate.

In this regard, at the fiscal year ended December 31, 2024, the Company has a registered capital of Baht 1,220,011,755. and the Company has a legal reserve in the amount of Baht 127,604,940.10, which was equivalent to 10 percent of the registered capital of the Company, which fully appropriated according to the Company's Articles of Association, the Company is not required to additionally appropriate the annual net profit of the year 2024 for legal reserve.



Additionally, the Company has a policy to pay dividends to shareholders at a rate not exceeding 40% of the consolidated net profit after corporate income tax. Nevertheless, the dividend payout rate may vary each year depending on factors such as the Company's performance, business expansion plans, liquidity, necessities, and other relevant appropriation. The Board of Directors has the authority to make decisions on this matter, ensuring that such actions will be in the best interests of the shareholders. For the Company's subsidiaries, the dividend policy is the same as that of the parent company and will be based on the decision of the Board of Directors. The Board may also pay interim dividends to shareholders when deemed appropriate, provided that the Company has sufficient profits, and such interim dividends will be reported to the shareholders at the next shareholders' meeting.

For the financial year 2024, according to the separate financial statements, the Company reported a net profit of 4,743,175 Baht. Meanwhile, based on the consolidated financial statements, the Company reported a net profit (attributable to the Company) of 110,700,034 Baht. However, the Company needs to maintain liquidity and reserve the cash flow for working capital requirement in the year 2025, and reserve it to accommodate uncertain situations. The Board of Directors has considered and deems it appropriate to propose the shareholders' meeting to omit payment of the annual dividend for the Company's business performance of the year 2024.

The Board's opinion:

The Board of Directors has considered and deems it appropriate to propose the shareholders' meeting to acknowledge the non-appropriation of the annual net profit for the legal reserve for the year 2024 as the Company has fully appropriated the legal reserve and consider and approve the omission of payment of the annual dividend for the Company's business performance of the year 2024.

Vote Required:

This agenda requires the approval of Majority votes of shareholders attending the Meeting and casting their votes.



**Agenda Item 5**

To consider and approve the appointment of directors in replacement of those who must retire by rotation

**Facts and Rationales:**

In compliance with the Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (including amendments) and the Article 22 of the Articles of Association of the Company prescribes that in each annual general meeting of shareholders, one-third (1/3) of the directors shall vacate in proportion. If the number of directors is not a multiple of three, the number of directors closest to one-third (1/3) shall retire. The director who retires may be re-elected.

At the Annual General Meeting of Shareholders for the year 2025, 3 directors will be retiring by rotation, as follows:

- |                                       |   |
|---------------------------------------|---|
| 1. Prof Dr. Warapatr Todhanakasem     | Chairman and Independent Director   |
| 2. Assoc. Prof. Anchalee Pipatanasern | Chairman of Audit Committee, Nomination and Remuneration Committee and Independent Director |
| 3. Ms.Siriluck Kovitchindachai        | Director, Chairman Executive Director and Managing Director                                 |

In addition, in order to comply with the policy of promoting good corporate governance and to demonstrate fair and equal treatment of all shareholders, the Company has provided an opportunity for shareholders to propose the names of individuals who, upon consideration, are deemed to have the qualifications, knowledge, and abilities suitable for selection as the Company directors in advance of the Annual General Meeting of Shareholders for the year 2025 since December 4, 2024 to January 31, 2025 publishing on the Company’s website. Upon the expiration of the specified period, there were no shareholders who proposed any qualified persons for the election of the directors of the Company.

Opinion of Nomination and  
Remuneration committee :

The Company's Nomination and Remuneration Committee (excluding directors with conflicts of interest) has considered the composition of the Board of Directors, the qualifications of the directors according to the Public Limited Companies Act B.E. 2535 (1992), their knowledge, abilities, and experience in businesses related to the Company's operations, which can contribute to the Company's development. It has been concluded that all 3 directors meet the qualifications set out in the Public Limited Companies Act B.E. 2535 (1992) (including amendments), the regulations of the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Capital Market Supervisory Board, and do not possess any prohibited characteristics. Additionally, the directors have the qualifications, experience, and specific expertise relevant to the Company's business, particularly in business management, which is beneficial to the Company's operations. Furthermore, throughout their tenure, all directors have performed their duties diligently and effectively, providing valuable opinions and advice that have greatly benefited the Company's operations.

Additionally, the Nomination and Remuneration Committee has considered that Prof. Dr. Warapatr Todhanakasem and Assoc. Prof. Anchalee Pipatanasern meets all the qualifications for independent directors, as per the Company's requirements. They are highly qualified individuals with knowledge, capabilities, experience, and specific expertise that are highly beneficial to the Company's business operations. They are also able to provide independent opinions and recommendations regarding the Company's operations. Furthermore, they meet the relevant criteria and legal requirements, and their contributions are of great value to the Company. However, Prof. Dr. Warapatr Todhanakasem and Assoc. Prof. Anchalee Pipatanasern has been proposed for re-election as independent directors for another term, exceeding the 9-year term limit for continuous service; they continue to meet all the qualifications set by the Company. During their tenure as independent directors, they have performed their duties excellently, providing valuable insights and advice in the formulation of strategies and business policies with their knowledge, expertise, and experience. Moreover, directors with prolonged service have a deep understanding of the Company's operations. It should be noted that independent directors who serve continuously are still able to express their opinions independently and in accordance with the relevant standards and regulations.

Therefore, for the best interests of the Company, the Nomination and Remuneration Committee has deemed it appropriate to propose to the Board of Directors to consider submitting a proposal to the Annual General Meeting of Shareholders for the year 2025 to approve the re-election of the 3 directors to continue serving for another term. Details of their biographies, educational qualifications, and work experience is provided in the Attachment 2.

The Board's opinion:

The Board of Directors, excluding the nominated directors, who have been considered through a screening process carefully and cautiously in accordance with the Company's director nomination criteria, deemed the 3 aforementioned directors meet the qualifications required by relevant regulations such as the Public Limited Companies Act B.E. 2535 (1992) (including amendments), the Notification of the Stock Exchange of Thailand, the Office of the Securities and Exchange Commission Securities and Exchange Commission, and the Capital Market Supervisory Board, and have no prohibited qualifications to be appointed as a director under the regulations of the Office of the Securities and Exchange Commission, including have qualifications, experience and specific expertise which are suitable for the business of the Company's business operations, which is beneficial to the Company's business, as well as in the past all directors, who have been nominated to continue serving for another term, perform their duties as directors and sub-committees very well and efficiently, including expressing opinions and giving advice that greatly benefit the Company's operations.

In addition, the Board of Directors has reviewed according to the criteria and has an opinion that Prof. Dr. Warapatr Todhanakasem and Assoc. Prof. Anchalee Pipatanasem are fully qualified as independent directors in accordance with the Company criteria. According to the criteria set by the Company which is in line with the requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand not having a conflict of interest or not being a stakeholder to the Company and has experience and expertise which is especially beneficial to the Company's business operations as well as being able to express opinions and provide various recommendations regarding the operations of the Company, freely and in accordance with relevant rules and laws, including being highly beneficial to the Company.

Although, Prof. Dr. Warapatr Todhanakasem and Assoc. Prof. Anchalee Pipatanasern was re-elected as an independent director for another term, which will be more than 9 consecutive years. Nevertheless, Prof. Dr. Warapatr Todhanakasem and Assoc. Prof. Anchalee Pipatanasern are fully qualified as independent directors in accordance with the Company criteria, During their tenure as independent directors, they have performed their duties excellently, providing valuable insights and advice in the formulation of strategies and business policies with their knowledge, expertise, and experience. Moreover, directors with prolonged service have a deep understanding of the Company's operations. It should be noted that independent directors who serve continuously are still able to express their opinions independently and in accordance with the relevant standards and regulations.

The Board of directors has considered and deems it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the election of the retiring directors namely; 1) Prof. Dr. Warapatr Todhanakasem 2) Assoc. Prof. Anchalee Pipatanasern and 3) Ms.Siriluck Kovitchindachai to serve as the Company's directors for another term. The details of the 3 directors' biographies, educational qualifications, and work experience is provided in the Attachment 2.

Vote Required:

This agenda requires the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting. The shareholders may exercise the votes to select only one person or many persons to be a director (s) but the allocation votes in favor of a specific person are not allowed. For good corporate governance, each director will be proposed to appoint individually. This agenda requires that each of the individuals nominated as director to replace the directors who retire by rotation receives the approval of the meeting by a majority vote of shareholders attending and casting the votes at the meeting.

Agenda Item 6

To consider and approve the directors' remuneration for the year 2025

Facts and Rationales:

Pursuant to section 90 of the Public Limited Companies Act B.E. 2535 (1992) (including amendments) stipulates that the directors' remunerations shall be approved by the shareholders' meeting with the votes of not less than two-third (2/3) of the total votes of the shareholders present at the meeting.

Opinion of Nomination and Remuneration committee: The Nomination and Remuneration Committee considered the remuneration in according to the Remuneration proposal criteria, based on the size of the business, the responsibilities of the Board of Directors, and the comparison of other companies in the similar market capitalization listed in the Stock Exchange of Thailand. Therefore, it is deemed appropriate to determine the directors' remuneration for the year 2025 in the form of monthly remuneration and transportation allowance. The estimated total compensation for the directors for the year 2025 is not exceeding 4,218,000 Baht, which is the same rate as in 2024, with no additional benefits. The details are as follows:

**1. Remuneration for the Board of Directors and sub-committees**

Remuneration for the Board of Directors and sub-committees will be in the form of monthly remuneration and transportation allowance without meeting allowance and additional benefits.

Remuneration for the Board of Directors and sub-committees the year 2025 compared to the year 2024

Remuneration of Directors and Subcommittees	2025 (proposed)	2024
Transportation allowance		
1. Chairman	None	None
2. Directors and sub-committees	210,000 Bath	210,000 Bath
Remuneration	4,008,000 Bath	4,008,000 Bath
Other Remuneration	None	None
Total	4,218,000 Bath	4,218,000 Bath

Remarks :

1) Remuneration for the Board of Directors will receive only non-executive directors ,including:

- |    |                                 |   |
|----|---------------------------------|---|
| 1. | Prof. Dr. Warapatr Todhanakasem | Chairman and Independent Director   |
| 2. | Mr. Thongkam Manasilapapan      | Vice Chairman, Audit Committee, Nomination and Remuneration Committee and Independent |

		Director
3.	Assoc. Prof. Anchalee Pipatanasern	Chairman of the Audit Committee, Nomination and Remuneration Committee and Independent Director
4.	Asst.Prof. Monpaka Vongsa Rasmidatta	Chairman of the Nomination and Remuneration Committee, Audit Committee and Independent Director
5.	Mr. Nirut Intarathang	Director
6.	Dr. Anuphan Kitnitchiva	Director

Executive directors who do not receive remuneration,including:

1.	Ms. Siriluck Kovitchindachai	Director, Chairman Executive Director and Managing Director
2.	Mr. Prinya Kovitchindachai	Director

- 2) Directors of the Company serving on a sub-committee will receive a monthly remuneration only for their position as directors of the Company at a single rate.

In the year 2024, the Company paid the remuneration (monthly remuneration and transportation) to the Board of Directors and other sub-committee's members for a total amount of Baht 3,793,000 which was in accordance with the criteria approved by the Extraordinary Shareholders' Meeting No. 1/2024 as proposed. The details are provided in Section 2, titled "Business Operations and Performance," of the Annual Registration Statements / the Annual Report 2024 (Form 56-1 One Report), which has been sent to the shareholders along with this invitation letter, as per the accompanying Attachment 1

## 2. other remuneration and benefits

- None -

### The Board's opinion:

The Board of Directors has agreed with the Nomination And Remuneration Committee proposal who consider the directors' remuneration payment based on the appropriateness of the scope of duties and responsibilities of each Committee, including taking into account the appropriateness in various respects. The Board of

Directors, therefore, deems it appropriate to propose the 2025 Annual General Meeting of Shareholders to consider and approve directors' remuneration for the year 2025 at the amount of not more than Baht 4,218,000 which are including of the monthly remuneration and transportation allowance. It is the same amount for the year 2024. In this regard, the determination of remuneration for such directors has been scrutinized by the Nomination and Remuneration Committee and was approved by the meeting Board of Directors.

Vote Required:

This agenda requires the approval of Not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

Agenda Item 7

Other matters (if any)

The Company determined the name of shareholders who are entitled to attend the 2025 Annual General Meeting of Shareholders on March 14, 2025 (Record Date). The Annual General Meeting of Shareholders will be exclusively held via electronic means (E-AGM) and the Company will not arrange any venue/meeting room for the meeting in person. The registration for attending the Meeting, the vote casting and the vote counting will be conducted by electronic means.

For shareholders who wish to attend the meeting via electronic or wish to appoint a proxy to attend the meeting and vote on behalf of the shareholders via electronic, The Company recommends that shareholders read the registration procedures and prepare relevant documents as detailed in Attachment 4. In order to obtain the USERNAME and PASSWORD for registration to attend the meeting via electronic means.

Shareholder and/or proxy holder can submit a request to attend the meeting (pre-registration) at <https://register.pttdigital.com/PRIN/registerbase> or scan below QR Code from April 17 - 25, 2025 or until the Meeting adjourns.



QR code for pre-registration



For the juristic shareholders or foreign shareholders who appoint a custodian in Thailand to be a depository and take care of their shares, please send an E-Meeting Acceptance Form as per Attachment 6, together with identification documents to the Company for verification before the meeting date from now until Thursday, April 24 , 2025 within 4.00 p.m. via e-mail address: [suntaree.nak@prinsiri.com](mailto:suntaree.nak@prinsiri.com) or [patumma@prinsiri.com](mailto:patumma@prinsiri.com)

In case the shareholders cannot attend the meeting, please complete and sign the proxy form as attached in Attachment 3, with one specific form (Proxy C is for foreign shareholders who appoint custodians in Thailand). The shareholders could appoint a proxy to the independent directors in the list and details as shown in Attachment 7 to attend the meeting and cast the votes on your behalf.

The shareholders shall submit the signed proxy form attached with documents and evidence as per detail in Attachment 4, as follows:

- the individual person shareholders, please submit the documents and evidence via Registered web browser
- the juristic person shareholders or foreign shareholders who appoint a custodian in Thailand as a depository and custodian of shares, please submit the documents and evidence to the Company via email above

To ensure that you receive the maximum benefit from the meeting and to fully protect your rights, if you have any questions that you would like the Company to clarify regarding any agenda items of this meeting or other company information, you may submit your questions in advance to the Company secretary via email at: [suntaree.nak@prinsiri.com](mailto:suntaree.nak@prinsiri.com) or [patumma@prinsiri.com](mailto:patumma@prinsiri.com)

The Company will conduct the meeting according to the Articles of Association of the Prinsiri Public Company Limited related to the Annual General Meeting as per Attachment 5.

Please be informed accordingly.

Yours sincerely,

Mr. Chairat Kovitchindachai  
Company Secretary