

**Document of Extraordinary General Meeting of
Shareholders**

No. 1/2023

PRG Corporation Public Company Limited

PRG

Tuesday of October 17, 2023 at 10:00 a.m.

ELECTRONIC MEETING (e-EGM)

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บริษัท พี อาร์ จี คอร์ปอเรชั่น จำกัด (มหาชน)

(สำนักงานใหญ่) 88 หมู่ที่ 2 ถนนติวานนท์ ตำบลนางกะดี อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000
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(สาขา 2) 109/3 หมู่ที่ 14 ถนนมิตรภาพ กม.90 ตำบลลาดบัวขาว อำเภอสีคิ้ว จังหวัดนครราชสีมา 30340
(สาขา 3) 444 อาคาร เอ็ม บี เค เซ็นเตอร์ ชั้นที่ 5 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330

PRG.MD.047/2023

October 2, 2023

Subject: Invitation to attend the Extraordinary General Meeting of Shareholders No.1/2023

Attention: Dear Shareholders,
PRG Corporation Public Company Limited

Enclose: **1. Supporting documents for the Extraordinary General Meeting of Shareholders No.1/2023**

- 1.1 The Minutes of the Annual General Meeting of Shareholders for the year 2023 (supporting document for Agenda 1)
- 1.2 Capital Increase Report Form (F53-4) (for considering Agenda 2, 5-6 and Agenda 8-9)

2. Supporting documents for attending the Extraordinary General Meeting of Shareholders No.1/2023

- 2.1 The Company's Articles of Association regarding the AGM of Shareholders
- 2.2 Documents for the Rights to Attend the Meeting
- 2.3 Profiles of Independent Directors for proxy case
- 2.4 Guidelines for attending the Extraordinary General Meeting of Shareholders by Electronic Means via Inventech Connect
- 2.5 Privacy Notice For Shareholder Entitlement to propose Agenda and nominate the appropriate person(s) to consider as Company Director in advance
- 2.6 Proxy Form

At the Meeting No. 9/23 on September 8, 2023, the Board of the Directors of PRG Corporation Public Company Limited has made a resolution to call for an Extraordinary General Meeting of Shareholders no. 1/2023 on Tuesday of October 17, 2023 at 10.00 a.m. By changing the participation method of the meeting to an electronic media meeting (e-EGM) from the MBK Company's meeting room, 444 8 Floor, MBK Center, Phayathai Road, Wangmai, Pathumwan, Bangkok. Details of the meeting agenda are as follows:

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders for the Year 2023 “the AGM”.

Objective and Rationale

The Company convened the Annual General Meeting of the Shareholders for the Year 2023 on April 19, 2023 to consider issues as required by the Agenda of invitation. The minutes of the meeting is sent to the Stock Exchange of Thailand and the Ministry of Commerce within the period of time set by law and also available on the Company’ s web site (www.prg.com) as per **the details shown on page 11- 38.**

The opinion of the Board of Directors

The minutes of the Annual General Meeting of Shareholders for the Year 2023 to an electronic meeting (“ the e-AGM”) was correctly reported. Thus, the EGM No. 1/2023 should approve the minutes.

Agenda 2 Approved the decrease of the registered capital of the company from the original registered capital of THB 874,970,249 to new registered capital of THB 694,970,249 by reducing the ordinary shares reserved for the increase of registered capital under the General Mandate amount of 180,000,000 shares with a par value of THB 1 per share which have been not allocated in the whole according to the resolution AGM 2023.

Objective and Rationale

As the company increased its registered capital by 180,000,000 baht to support the capital increase under the general mandate in the Annual General Meeting of Shareholders Year 2023, but the company has not yet issued and offered the said capital increase shares. Therefore, in order to comply with the Public Limited Act 2535 on capital increase under Section 136, the company has to decrease its registered capital.

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to decrease of the registered capital of the company from the original registered capital of THB 874,970,249 to new registered capital of THB 694,970,249 by reducing the ordinary shares reserved for the increase of registered capital under the General Mandate amount of 180,000,000 shares as per **the details shown on page 39 – 45.**

Agenda 3 Approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital

Objective and Rationale

To be in accordance with the reduction of the Company's registered capital of the company in Agenda 2

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital as follows :

| | | | |
|-------------------------------|---|--------------------|--|
| Article 4. Registered capital | : | 694,970,249 baht | (Six hundred ninety-four million nine hundred seventy thousand and two hundred forty-nine baht only) |
| Dividend into | : | 694,970,249 shares | (Six hundred ninety-four million nine hundred seventy thousand and two hundred forty-nine shares) |
| Value per share | : | 1 baht (one baht) | |
| Dividend into | : | | |
| Ordinary share | : | 694,970,249 share | (Six hundred ninety-four million nine hundred seventy thousand and two hundred forty-nine shares) |
| Preferred share | : | -not exist- (--)" | |

Agenda 4 Approved to increase the registered capital of the company from the original registered capital of THB 694,970,249 to THB 694,980,249 by issuing not more than 10,000 new ordinary shares with a par value of THB 1 per shares to accommodate the adjustment of right of the PRG-W3 Warrants from interim dividend payment to shareholders.

Objective and Rationale

To provide the company with financial flexibility for business expansion and/or the Company's working capital in the future. In addition, the company It intends to provide compensation to the shareholders of the Company. It is of the view that the issuance and allocation of PRG-W3 warrants to the shareholders in proportion to the fund raising that may reduce the financial burden of the Company in borrowing from financial institutions in the future.

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to increase the registered capital of the company from the original registered capital of THB 694,970,249 to THB 694,980,249 by issuing not more than 10,000 new ordinary shares with a par value of THB 1 per share to accommodate the adjustment of right of the PRG-W3 Warrants from interim dividend payment to shareholders.

The Company is required to adjust the rights of PRG-W1 Warrants, PRG-W2 Warrants and PRG-W3 Warrants according to the Terms and Conditions Governing the Rights and Obligations

of the Issuer and Holders of the Warrants to purchase ordinary shares of PRG-W1 Warrants, PRG-W2 Warrants and PRG-W3 Warrants in order to preserve the interests of the warrant holders and not to be less favorable than those currently available to them.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4) The supporting document from Pages 39 – 45

Agenda 5 Approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 694,980,249 to THB 894,980,249 by issuing 200,000,000 new ordinary shares with a par value of THB 1 per share

Objective and Rationale

In order to conduct business of the company in line with the careful financial management policy proposed to the Extraordinary General Meeting of Shareholders to consider and approve the increase of the Company's registered capital General Mandate. In this regard, if in the future there is an unexpected situation, the company will be able to reserve for financial management. Carefully designed without affecting the normal operations of the company.

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 694,980,249 to THB 894,980,249 by issuing 200,000,000 new ordinary shares with a par value of THB 1 per share as per **the details shown on page 39 – 45**

The Company's increase in registered capital under General Mandate was to accord with its conservative financing policy. If in the future, there are situations above expectations, the Company will be able to maintain its conservative financial management to be flexible without affecting normal operation.

Agenda 6 Approved to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital

Objective and Rationale

To be in accordance with the increase of the registered capital of the company in Agenda 4 and Agenda 5

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital above the details as follows:

| | | | |
|------------|--------------------|---|--|
| Article 4. | Registered capital | : | 894,980,249 baht (Eight hundred ninety-four million nine hundred eighty thousand and two hundred forty-nine baht only) |
| | Dividend into | : | 894,980,249 baht (Eight hundred ninety-four million nine hundred eighty thousand and two hundred forty-nine shares) |
| | Value per share | : | 1 baht (one baht) |
| | Dividend into | | |
| | Ordinary share | : | 894,980,249 baht (Eight hundred ninety-four million nine hundred eighty thousand and two hundred forty-nine shares) |
| | Preferred share | : | -not exist- (--)" |

Agenda 7 To consider and approve the allocate of newly issued ordinary shares of the Company not more than 10,000 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of right of the PRG-W3 Warrants

Objective and Rationale

According to Agenda 4, the Company intends to increase the Company's registered capital in the amount not exceeding 10,000 baht in order to reserve for the exercise of warrants to purchase ordinary shares of the Company. Therefore, it is deemed appropriate to propose to the Extraordinary General Meeting of Shareholders to consider and approve the allocation of the Company's newly issued ordinary shares of not more than 10,000 shares with a par value of 1 baht per share.

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to allocate not more than 10,000 newly issued ordinary shares with a par value of THB 1 per share, the details as follow:

- 1) To allocate not more than 10,000 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of rights of the PRG- W3 Warrants from interim dividend payment to shareholders.
- 2) Since there are currently enough shares to accommodate the adjustment of rights of the PRG-W1 and PRG-W2 warrants, there is no need to allocate the capital increase shares.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4) The supporting document from Pages 39 – 45

Agenda 8 Approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 200,000,000 shares with a par value of THB 1 per share

Objective and Rationale:

According to the company proposed to the EGM No. 1/2023 has approve the increase the registered capital of the company under the General Mandate in agenda 5, therefore propose to the EGM approve the allocation of 200,000,000 new ordinary shares with a par value of 1 baht to the existing shareholders, to comply with the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission.

The opinion of the Board of Directors

The board of directors deems it appropriate to propose the EGM No. 1/2023, has approved to the allocation of newly issued ordinary shares of the company to increase the registered capital under the General Mandate of not more than 200,000,000 shares with a par value of THB 1 per share as follows:

- Allocation of not more than 200,000,000 new ordinary shares or equivalent to 28.85% of the paid-up capital, offering to the shareholders in proportion to their shareholding.

Whereby, the Board of Directors shall be authorized to allot and offer in the same time or to separate into partial for offering in lots from time to time and have the right to take any actions necessary as appropriate regarding to the offering of such increased ordinary shares, e.g. set XR date, and objective of the issuance and offering of such ordinary shares, specify offering price and ratio for allotment including subscription period, allotment method and the payment process, etc. , including change of the subscription period and payment and determining other conditions and details in issuing and offering of such increased shares as deemed appropriate, including the authority to correct wording or contents for minutes of shareholders' meeting or Memorandum of Association and/or the various actions necessary in compliance with the order of Registrar in relation to the registration of registered capital increase with Department of business Development, Ministry of Commerce from time to time in accordance with the payments of the subscriber (S) in each time, including listing the increased shares in the Stock Exchange of Thailand and submission of information and documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Ministry of Commerce or other relevant authorities.

The allocation of newly issued ordinary shares to existing shareholders in General Mandate must be completed within the next date of the Annual General Meeting of Shareholders which be determined by the Company or within the date of the Meeting of Shareholders which be determined by the law, whichever date is earlier.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4) The supporting document from Pages 39 – 45

Agenda 9 Other (if any)

Objective and Rationale

In line with the practice which the Company has always adhered to, although the Company does not set aside any matter for discussion under the agenda item on other business, it provides the shareholders with opportunities to put questions or express their opinions about the matters related to the various agenda or other matters throughout the meeting, which takes quite some time.

At this meeting, the Company deems it appropriate to include the agenda on other business for the shareholders. However, in an event that the shareholders wish to consider and adopt a resolution on any matter other than those specified in the notice of the meeting, the shareholders have to comply with the requirement specified in the second paragraph of Section 105 of the Public Limited Companies Act, B. E. 2535, which says: "When the consideration of the matters under paragraph one is finished, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting."

The opinion of the Board of Directors

The Board of Directors deems it appropriately to provide shareholders with this agenda so that they can raise questions and or express opinions on various matters without having to adopt any resolution. However, if shareholders wish to propose any matter for consideration and approval, they are required to fulfill the conditions mentioned above in the second paragraph of Section 105 of the Act.

In this connection, the Board of Directors will prepare a list of shareholders eligible for attending the Extraordinary General Meeting of Shareholders No. 1/2023 by Electronic Means (e-EGM) (Record Date) on September 25, 2023 Also, the Board of Directors has assigned the Managing Director to Change the date, time, or the place of meeting, including any actions related to the calling and organizing the Shareholders Meeting for the year 2023 under the conditions of the relevant laws and regulations.

Shareholders may send questions related to the agenda items of this meeting in advance to the Corporate Governance Section at secretary@prg.co.th indicating name, address and telephone number that the Company could reach you.

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, please submit the proxy form together with required documents to the Company by mail to the following address.

PRG Corporation Public Company Limited
Corporate Governance Section
88 Moo 2, Tiwanon Road, Tumbol Bangkadee, Amphur Mueng, Pathumtani 12000
Tel. 02-501-2175 Ext. 687 Fax. 02-501-2176

For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from October 5, 2023 at 08.30 a.m. onward until the end of the meeting on October 17, 2023. With details in Guidelines for attending the Extraordinary General Meeting of Shareholders by Electronic Means (e- EGM) . However, if the Shareholder for a troubleshooting related to the system, please contact call center Tel. 02-931-9131 from 8.30 a.m. to 5.30 p.m. (Only on working days Excluding national holidays and public holidays)

All shareholders are cordially invited to attend the Extraordinary General Meeting of Shareholders on the date and at time and place as mentioned.

Sincerely yours,
By Order of the Board of Directors

-Signed-

Somkiat Makcayathorn
Director and Managing Director
PRG Corporation Public Company Limited

Please prepare the following documents for proxy:

Personal shareholder

1. The complete duly signed proxy form with stamp duty of Baht 20.
2. The grantor's and the grantee's copies of ID cards certified true with each original

signature.

Organization shareholder

1. The complete duly signed proxy form with stamp duty of Baht 20.
2. The juristic person certificate issued by the Ministry of Commerce, with the original signatures of authorized directors.
3. The copies of ID cards of the authorized directors certified true with their original signatures.



PRG Corporation Public Company Limited

[Head Office] 88 Moo 2, Tiwanon Road, Tumbol Bangkadee, Amphur Mueng Pathumtani, Pathumtani 12000

Telephone: +66 (0) 2501 2175 Facsimile: +66 (0) 2501 2176 Registration No. 0107536001702 Website: www.mahboonkrongrice.com

[Branch 2] 109/3 Moo 14 Mitraparp Road 90 KM., Tumbol Lardbuakhow, Amphur Sikhiu, Nakhonratchasima 30340

[Branch 3] 444, MBK Center, 5th Floor, Phayathai Road, Wangmai, Pathumwan, Bangkok, 10330

Minutes of Annual General Meeting of Shareholders Year 2023 Conducted Through the Electronic Meeting of PRG Corporation Public Company Limited

Date and time: Wednesday April 19, 2023 at 10.00 a.m.

Venue: The Meeting Room of MBK Public Company Limited,
No.444, on the 8th Floor, MBK Center Building, Phayathai Road,
Khwaeng Wang Mai, Khet Pathumwan, Bangkok.

Before the Meeting

The Company's Board of Directors assigned Ms. Sattakamol Worakul as a master of ceremonies to conduct the 2023 Annual General Meeting of Shareholders through the electronic meeting. Before the Meeting, the Meeting's preliminaries were informed as follows.

Currently, the epidemic of Corona Virus 2019 (COVID-19) has been widely spreading. The Company is aware of the safety of attending shareholders.

The Company's Board of Directors then resolved to hold the 2023 Annual General Meeting of of MBK Public Company Limited, 444, 8th Floor, MBK Center Building, Phayathai Road, Shareholders only through the electronic meeting (Cisco Webex Meeting) at the meeting room Wangmai, Pathumwan, Bangkok, no walk-in registration, and no live broadcasting of the Meeting through any media except the electronic media. Inventech Systems (Thailand) Company Limited was a meeting conductor under the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings through Electronic Means, B.E. 2563 (2020), and relevant laws or regulations.

The shareholders could verify their identities and register to attend the Meeting according to the details the Company has sent to the shareholders together with the Meeting invitation letter.

Ms. Sattakamol Worakul informed the Meeting that shareholders and proxies were attending the Meeting as follows:

- 4 shareholders attended the Meeting in person, holding a total of 164,391 shares.
- 27 shareholders granted a proxy, holding a total of 682,575,001 shares.
- 31 shareholders both attended the Meeting in person and granted the proxy to proxies, holding a total of 682,739,392 shares.

The Company had a total of 1,241 shareholders, holding a total of 693,331,633 shares. The shareholders attended the Meeting in person and granted the proxy to proxies, represented 98.4722% of the total shares of the Company, constituted a quorum. The Meeting was declared open.

At the Meeting

Ms. Sattakamol Worakul invited **Mr. Suphadej Poonpipat**, Chairman to open the Meeting.

Mr. Suphadej Poonpipat, Chairman of the Meeting, welcomed shareholders for attending the Meeting and opened the Annual General Meeting of Shareholders Year 2023, conducted through the Electronic Meeting. The Meeting's moderators were assigned as follows:

- Mr. Somkiat Makcayathorn Managing Director, was the Meeting's moderator for agendas 1, 2, 4, 13 and 14.
- Dr. Pornsiri Poonakasem Chairman of Audit Committee, was the Meeting's moderator for agendas 3 and 7.
- Assoc.Prof.Dr. Sathit Parniangtong Chairman of the Compansation and Nomination Committee, was the Meeting's moderator for agendas 5 to 6.
- Mr. Suvait Theeravachirakul Director and Vice Chairman of the Board, was the Meeting's moderator for agendas 8 to 12.
- Ms. Kanuengnuch Thongprayud Company Secretary, was assigned as the Meeting's secretary and to record the Meeting
- Mr. Apichat Kamoltham and Ms. Satakamol Worakul, were the Meeting's moderator and explained the today's meeting method and criteria.

Ms. Satakamol Worakul informed the Meeting that 9 directors were attending the Meeting as follows:

- | | |
|---------------------------------------|---|
| 1. Mr. Suphadej Poonpipat | Chairman of the Board of Directors, and Chairman of the Good Corporate Governance and Sustainability Committee |
| 2. Mr. Suvait Theeravachirakul | Vice Chairman of the Board, Vice Chairman of the Executive Committee, Member of the Compensation and Nomination Committee and Member of the Good Corporate Governance and Sustainability Committee |
| 3. Dr. Pornsiri Poonakasem | Independent Director, Chairman of Audit Committee, Member of the Compensation and Nomination Committee and Member of the Good Corporate Governance and Sustainability Committee |
| 4. Assoc.Prof.Dr. Sathit Parniangtong | Independent Director, Member of Audit Committee, Chairman of the Compansation and Nomination Committee, Chairman of the IT Committee, Member of the Strategy Committee and Member of the Good Corporate Governance and Sustainability Committee |

- | | |
|-------------------------------|--|
| 5. Ms. Veena Arunyakasem | Independent Director, Member of Audit Committee, Chairman of the Strategy Committee and Member of the Good Corporate Governance and Sustainability Committee |
| 6. Mr. Pakit Iamopas | Director, Member of the Strategy Committee, Member of the Good Corporate Governance Committee and Chairman of the Executive Committee |
| 7. Mr. Kasemsuk Chongmankhong | Director, Member of the IT Committee and Member of the Good Corporate Governance and Sustainability Committee |
| 8. Mr. Wichak Praditavanij | Director, Member of the Executive Committee , Member of the IT Committee and Member of the Good Corporate Governance and Sustainability Committee |
| 9. Mr. Somkiat Makcayathorn | Director, Member of the Good Corporate Governance and Sustainability Committee, Member of the Strategy Committee, Member of the IT Committee, Member of the Executive Committee, and Managing Director |

Mr. Suvait Theeravachirakul, Dr. Pornsiri Poonakasem, Assoc.Prof.Dr. Sathit Parniangtong, Mr. Wichak Praditavanij Mr. Kasemsuk Chongmankhong and Mr. Somkiat Makcayathorn presented at the Meeting. The rest 3 directors attended the Meeting through electronic means.

The number of directors attending the Meeting was 9 directors representing 100 percent.

There were 10 members of the Senior Executive Management attended the Meeting as follows:

- | | |
|--------------------------------|--|
| 1. Mr. Somkiat Makcayathorn | Managing Director |
| 2. Ms. Pimonrat Chitpavanaskul | Assistant Managing Director of Sales Domestic |
| 3. Mr. Satawat Laklaem | Assistant Managing Director of Food Center |
| 4. Mr. Thirachai Issara | Assistant Managing Director of OEM |
| 5. Mr. Jirachan Kampiranond | Assistant Managing Director of Marketing |
| 6. Mr. Abhimongkol Kitjawatra | Vice President of Property Management |
| 7. Mr. Phatjai Siu | Vice Presiden of Foreign Trade |
| 8. Mr. Nalin Harnmanorom | Senior Vice President of Finance & Administration Division |
| 9. Ms. Preeyanuch Nuntachote | Senior Vice President of Finance Department |
| 10. Ms. Prisana Klankaew | Vice President of Accounting Department |

Mr. Somkiat Makcayathorn, Ms. Pimonrat Chitpavanaskul, Mr. Satawat Laklaem, Mr. Phatjai Siu and Mr. Nalin Harnmanorom 5 Executive Management members, presented at the Meeting. The rest of 5 Executive Management member attended the Meeting through electronic means.

The vote counter and the auditor were:

1. Ms. Kanuengnuch Thongprayud Company Secretary, was assigned as the Meeting's secretary and to record the Meeting
2. Mrs. Kingkarn Assawarangsarid Auditor of the Company attend the Meeting through electronic means to respond the questions of the Shareholders.
3. Ms. Saichon Rattanakrajang Independent Auditor who is not related to the Company, was an honored representative of the shareholders to verify the votes in the Meeting.

The Company had published the agenda for this Annual General Meeting of the Shareholders on the Company's website and gave the opportunity to the shareholders to propose additional agenda from 1 October 2022 to 30 December 2022. No shareholders had proposed additional agenda.

Prior to the commencement of the Meeting, **Mr. Apichat Kamoltham** explained the meeting procedures method and criteria of the Meeting as follows:

1. To conduct the Meeting: The Meeting will consider agenda items in order as listed in the Meeting's invitation. The Meeting's Moderator will present information about each agenda item. This Meeting is composed of 14 agenda items.

2. Voting: For the convenience vote counting, when the shareholders finished their inquiries in each agenda, the Chairman would request the shareholders to cast their vote as follows:

(1) The shareholders or proxies can vote for approval, disapproval, or abstention on each agenda. One share will be counted as one vote.

(2) The shareholders or proxies can vote on each agenda either for approval, disapproval, or abstention. The shares must not be split to divide the vote, except only for the proxies of the custodians of foreign investors. In such a case, the split shares to divide the vote are allowed.

(3) In agenda 5 concerning the appointment of directors to replace those retiring by rotation will use an individual electoral method to comply with the principles of good corporate governance.

(4) The announcement of vote results in any agenda will specify the proportion of the vote on approval, disapproval, or abstention. Further details are provided on the Meeting procedures.

3. Voting on each agenda through the electronic meeting

(1) The Meeting would proceed according to the sequence of agendas listed in the meeting invitation and the shareholders would be given an opportunity to ask questions before vote-casting. The voting results would be announced to the Meeting

(2) To vote, the shareholders should select an agenda to vote, then click "vote". The system would display 3 voting boxes:

1. Approve
2. Disapprove
3. abstain

* If the shareholders would like to cancel the vote, click "cancel vote". For any shareholders who did not cast their vote within the specified time, the Company would deem that you approved the agenda, and the voting was changeable until the closing of voting was notified.

* The shareholders would have 1 minute to vote. After the voting results on each agenda were finalized, they would be further announced to the Meeting.

(3) If the shareholders have proxies from several shareholders, click the "user account" menu and click "switch account" to sign in to the accounts of other shareholders. The system would not remove the vote out of the meeting database.

(4) If the shareholders wished to leave the Meeting before the voting closed in any agenda, their vote would not be counted as part of the quorum in such agenda and not be counted in the remaining agendas immediately. However, leaving the quorum on any agenda would not be deemed a deprivation of rights of the shareholders or the proxies in reentering the Meeting and voting in the next agenda in the system.

4. Asking questions or giving opinions at the Meeting

(1) Before adopting a resolution in each agenda, the Company would present an opportunity to the shareholders to ask questions or make comments on issues pertinent to the agenda as appropriate. An agenda for which to make an inquiry or a comment shall be chosen, then click "questions"

(2) The Company would present an opportunity to meeting attendants to ask questions or make additional comments on issues pertinent to the agenda as appropriate. Questions could be asked in the Q&A or as defined by the system. Questions could be submitted to the system throughout the Meeting, and the Company would answer them while waiting for voting or during other agendas.

(3) If there were a large quantity of pertinent questions submitted to the system, the Company would select the questions as appropriate.

(4) In this regard, the Company reserved the right to edit out images and audio of shareholders who made inappropriate inquiries or comments, or insulted others, or violated any laws and rights of other persons, interrupted the Meeting, or caused disturbance to other attendants.

(5) If the shareholders had trouble attending the meeting system or the voting system, please study and follow the instructions in the meeting invitation or select the "help" menu in the system. The shareholders could also contact Inventech Call Center staff.

Mr. Somkiat Makcayathorn, Managing Director started the Meeting according to the agenda assigned by the Chairman as follows.

Agenda 1 To certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2022 (the EGM)

Mr. Somkiat Makcayathorn, Managing Director requested the Meeting to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022 which was held on 11 November 2022. The details of such minutes had been submitted to all shareholders total 20 pages as presented in the supporting document on pages 20 – 39.

Mr. Somkiat Makcayathorn asked the Meeting to consider the Minutes and to notify him if anyone would like to revise any content in the Minutes. The shareholders or proxies also had an opportunity to ask questions.

None of the shareholders or proxies requested to amend the minutes, the shareholders or proxies were asked to vote on Agenda 1. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution for agenda 1 to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022, as detailed below:

| | | | | |
|---------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | Totaling | 0 | votes or | 0.0000% |
| Voided Ballot | Totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |

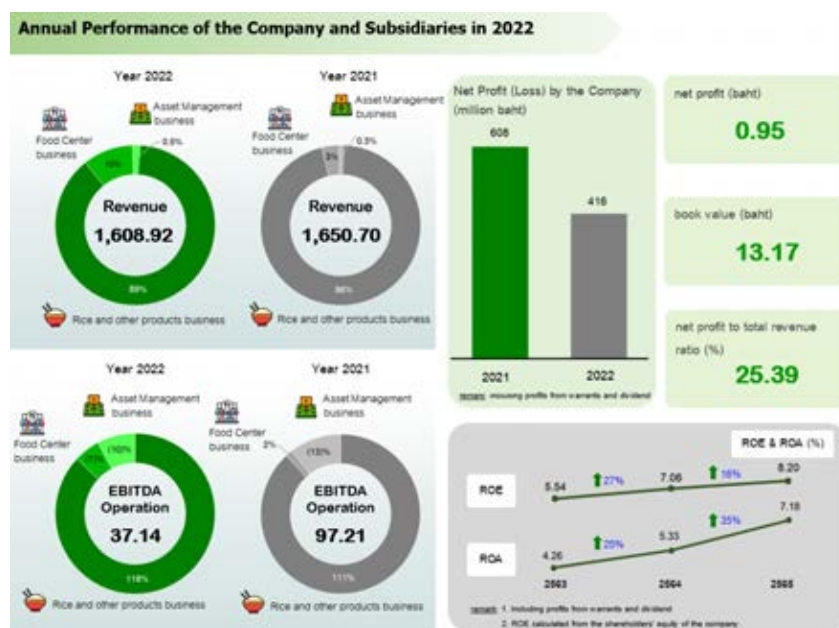
The total votes for this agenda item were 682,739,392 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 100.0000%, approved the certification of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2022 as proposed by the Board of Directors.

Agenda 2 To report the company's performances for the year 2022

Mr. Somkiat Makcayathorn, Director and Managing Director, reported the Company's performance for the fiscal year 2022 for the shareholders' meeting's acknowledgment.

Annual Performance of the Company and Subsidiaries in 2022



Revenue by Segment

Revenues and revenue proportion by segment are as follows:

- Revenue from Sales and Service in 2022 THB 1,608.92 million Bath decreased from 2021 at THB 1,650.70 million due to the decline in the income of the rice business. The rice and other products business accounted for 89% of total revenue.
- The revenue of Food Center business in 2022 was 10% of total revenue. Increased from 2021 revenue which was 3% of total revenue.
- The Asset Management business in 2022 was 0.5% of total revenue. Increased from 2021 which was 0.3% of total revenue.

Profit from sales by segment

Earnings before interest, taxes, depreciation, and amortization (EBITDA Operation) by segment are as follows:

- Total EBITDA Operation in 2022 was THB 37.14 million decreased from 2021 which was THB 97.21 million, due to the EBITDA of rice decreased. The revenue of food centers business and the Asset Management had negative EBITDA Operation in 2022 but increased from 2021.

EBITDA Operation proportion in 2022, The Rice business was:

- EBITDA operating in 2022, The rice business was 118% of the total EBITDA operating. Food Center Business and Asset management businesses had negative EBITDA operating ratios of 7 percent and 10 percent, respectively.

Net Profit (Loss) by the Company

- In 2022, the net profit was 608 million baht, an increase from the year 2021 with a net profit of 416 million-baht due profit from the shareholders of the parent company. and the value of warrants increased.
- The company's net profit per share was 0.95 baht, with a book value of 13.17 baht, and the net profit profit margin was 25.39%
- In 2022, the Company has continuously increased ROE and ROA for 3 consecutive years since 2020.

Significant changes in 2022

Rice and other products business

- The company has changed the packaging of 100% New White Hom Mali rice for clarification and make it easier for consumers that it is 100% authentic jasmine rice with DNA passed.
- New products were launched, 100% new aromatic brown rice which is high in fiber. Help the digestive system for those who control sugar, reduce the risk of disease, suitable for health lovers of all ages.
- The company has changed the packaging to be Mono- material Flexible Packaging On Step to go Green. The company has realized the importance of the environment. Therefore, the plastic type of packaging has been modified in the product group 100% jasmine rice (red bag), 100% jasmine rice (green bag), jasmine fragrant rice. and special quality white rice from Multi- material to Mono- material which can be recycled 100% in order to comply with the values and sustainability in business operations

Food center business

- Additional investment was made to open a food court "Oasis" by MBK at Siam Premium Outlets.
- More food delivery channels have been developed and online sales have been operated in all channels.

Business direction in 2023

- "Focus on the customer" in the healthy rice market
- "Increase number of Agent" in the delicious rice group
- "Focus on profits" in the group of well-nourished rice

- “Beverage Bar” adjusts strategy after Covid-19 for beverage shops in the Food Legends by MBK center, focusing on healthy drinks.
- Riverdale Marina, “the first A-class luxury port” in the Chao Phraya River Basin and will develop to be the largest port and a complete service center

Awards and Certification

- Platinum Prototype Enterprise Award 2021
- Princess Health Award Excellent level of the year 2022
- Outstanding Establishment Award Labor relations and labor welfare 2022, national level, 3rd year
- The Company has received an excellent corporate governance evaluation of listed companies or 5 stars for 6 consecutive years from 2017 onwards. In 2022, We were ranked as one of 268 companies assessed at an “Excellent” level from a total of 716 companies assessed by the Thai Institute of Directors.
- Certification for Renewal for CAC The company has joined the "Thai Private Sector Collective Action Against Corruption" for the 7th year and has been certified since 2017.

Company activities

The Company has many activities in 2022 including collaboration with Government sectors, Corporate Social Responsibility (CSR), activities to help people, activities to promote people's health etc.

Mr. Kulaphong Bangthamai a proxy from Thai Investor Association, asked questions at the meeting as follows: What is the company's strategy to increase profits in the rice business? in the next 5 years.

Mr. Somkiat Makcayathorn replied as follow: The company focuses on increasing distribution channels in the rice business. There will be a clear division of product segments in each rice group in all distribution channels. And the company has a plan to procure more agents to distribute in traditional trade channels to be able to distribute more products. And bring products from the Modern Trade channel, which will have both the original form of the Traditional Trade channel and there will be products from the Modern Trade channel to be sold together. The fact that the company has more agents in the traditional trade channel will reduce the company's distribution costs.

However, considering the trend of healthy rice with increasing purchasing power of consumers The company therefore focuses on healthy rice products and increases the segment of healthy rice. which is considered that the healthy rice product group will be the main product group that will increase the profit of the company and will improve the performance of the rice business

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

Remarks: This agenda was to report the Company's performance so there was no voting.

Agenda 3 To approve the statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2022

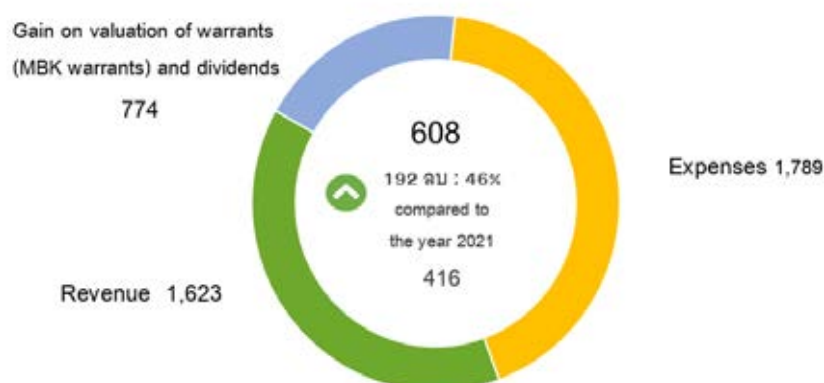
Dr. Pornsiri Poonakasem, Chairman of Audit Committee, explain to the Meeting the Statement of financial position and the Statement of comprehensive income for the fiscal year ended December 31st, 2022 which appeared on page 133 to 203 of the 2022 Annual Report that the Company sent to all shareholders with the Notice of Invitation to the Meeting. Mr. Somkiat Makcayathorn asked the Meeting to consider and approve the Statement of financial position and the Statement of comprehensive income for the fiscal year ended December 31st, 2022 which were audited by Ms. Gingkarn Atsawarangsalit, Auditor license No. 4496 from EY Office Co., Ltd. and certified by the Audit Committee and the Board of Directors. The auditor expressed an unqualified opinion on the financial statements. The details of the Financial Statement and the management discussion and analysis can be summarized as follows:

Statement of financial position and subsidiaries



- Total assets were THB 11,377 million, increased from the previous year by THB 2,925 million or 35%. Most of the financial assets are Warrants (MBK Warrants).
- Total liabilities were THB 2,702 million, increased THB 413 million or 18% from the year 2021 at 2,289 million due to deferred tax liabilities.
- Shareholders' equity was THB 8,657 million, increased THB 2,512 million or 41% from the year 2021 at THB 6,163 million due to Share value of MBK net of deferred tax and Retained earnings increased.

Net profit (loss) to the Company for the year 2022



- Total revenue from sales and services and other revenue in 2022 was THB 1,623 million, and decreased from the year 2021 at THB 1,665 million.
- Gain on valuation of warrants (MBK warrants) and dividends in 2022 amounted to 774 million baht, which came from dividends received of 216 million baht and gains on warrants in the amount of 558 million baht.
- After deducting total expenses of 1,789 million baht, the total net profit after tax was 608 million baht, compared to the year 2021 with a total net profit of 416 million baht, an increase of 192 million baht or 46%.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 3. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 3 , to consider and approve the statements of financial position and statement of comprehensive income for the fiscal year ended 31 December 2022. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 100.0000 percent, approved the statements of financial position and statement of comprehensive income for the fiscal year ended 31 December 2022 as proposed by the Board of Directors.

Agenda 4 To consider and approve the omission of the allocation of net profit as a legal reserve fund and dividend payment for the year 2022

Mr. Somkiat Makcayathorn, Director and Managing Director, report the Company's performance in separate financial statement for the fiscal year ended December 31st, 2022 as follows:

As of 1 January 2022, the Company has carried over unappropriated retained earnings of 761,723,406 Baht.

Increase a net profit after tax of Baht 593,872,505

Deducted Dividend: None

Therefore, the unappropriated retained earnings carried forward as of 31 December 2022 will be the total amount 1,355,595,911 Baht

The Company has a legal reserve of Baht 90,000,000 (Ninety million Baht) as required by law which do not require any further reserve.

In 2022, the company omission dividend payment for the year 2021. To maintain the financial liquidity of the company, due to the situation of the coronavirus (COVID-19) epidemic, the Meeting for acknowledgment and consider as follows:

1. To acknowledge the non-appropriation of 2022 net profit as a legal reserve fund due to the company has a legal reserve of Baht 90,000,000 (Ninety million Baht) as 10% of registered capital by law which do not require any further reserve.
2. To consider dividend paid for shareholders from July 1, 2022 to December 31, 2022 of 0.30 (Thirty Stang) per share in number of 693,331,633 shares of which par value of THB 1.00 The total amount is THB 207,999,489.90.

In this regard, Dividends will be paid to shareholders whose names are listed in the register of shareholders who are entitled to receive dividends (Record Date) on March 20, 2023 and dividend payment is scheduled on May 8, 2023.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 4. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 4 , to consider and approve the omission of the allocation of net profit as a legal reserve fund and dividend payment for the year 2022. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,739,392 | votes or | 99.9999% |
| Disapproved | totaling | 1 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 100.0000% by a majority vote, the omission of the allocation of net profit as a legal reserve fund and dividend payment for the year 2022 as proposed by the Board of Directors.

Agenda 5 To appoint the directors to replace those whose tenures end

Assoc. Prof. Dr. Sathit Parniangtong, Chairman of the Compensation and Nomination Committee, reported to the meeting that the Company has published the agenda for this Annual General Meeting of Shareholders on the Company's website and allowed shareholders to nominate qualified candidates to the Nomination Committee and the Board of Directors to consider and propose to the meeting to appoint the directors to replace the directors who retire by rotation from 1 October 2022 to 31 December 2022. None of the shareholders nominated any qualified candidates to the Nomination Committee and the Board of Director.

The Committee considered Article 18 of the Company's Articles of Association, one-third of the directors or the nearest number who have been in office for the longest term must retire in the Annual General Meeting of Shareholders every year. There are 9 directors of the Company as they have already introduced themselves.

In this year, there are 3 directors who must retire by terms of office, which are:

1. Mr.Suphadej Poonpipat;
2. Mrs.Veena Arunyakasem and
3. Mr.Kasemsuk Chongmankhong.

For the shareholders to express their opinions, those 3 directors have requested permission to leave this Meeting.

There are 3 directors retiring by terms of office which the details appear in the documents for consideration on pages 41 - 49, namely:

1. Mr.Suphadej Poonpipat has expertise in Administrative Management, Accounting, Finance and Investment.
2. Mrs.Veena Arunyakasem has expertise in Administrative Management, Strategic Management, Human Resource Management, Communication (Speakers of Leadership Development and Administrative Management)
3. Mr.Kasemsuk Chongmankhong has expertise in Accounting, Finance, Investment, Administrative Management, Strategic Management, Risk Management and Human Resource Management

The Nomination and Compensation Committee and the Board of Directors considered and agreed that the shareholders' meeting should consider re-electing all 3 directors to return to their directorship of the Company since their knowledge and experiences are appropriate and beneficial to the operation of the Company. The election of Mr.Kasemsuk Chongmankhong who were directors in a company that operated the same business as the Company did not cause any damage to the Company.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 5. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution for agenda item 5: To consider the appointment of the directors to replace those whose tenure ended, as detailed below:

Agenda 5.1 Mr.Suphadej Poonpipat

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,739,382 | votes or | 99.9999% |
| Disapproved | totaling | 10 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 99.9999% appoint Mr.Suphadej Poonpipat to resume the Company's Director, as proposed by the Board of Directors.

Agenda 5.2 Mrs.Veena Arunyakasem

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,739,392 | votes or | 100.000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 100.000% appoint Mrs.Veena Arunyakasem to resume the Company's Director, as proposed by the Board of Directors.

Agenda 5.3 Mr.Kasemsuk Chongmankhong

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,739,382 | votes or | 99.9999% |
| Disapproved | totaling | 10 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 99.9999% appoint Mr. Kasemsuk Chongmankhong to resume the Company's Director, as proposed by the Board of Directors.

Agenda 6 To approve the remuneration for the Board Directors

Assoc. Prof. Dr. Sathit Parniangtong, Chairman of the Nomination and Compensation Committee, reported to the meeting to consider and approve the remuneration for the Board of Directors. The details for the consideration as presented in the supporting document on page 50 - 51.

In this agenda, the Meeting was requested to consider and approve the remuneration for the Board of Directors. The Nomination and Compensation Committee and the Board of Directors agreed that the shareholders' meeting should approve the remuneration for Directors of Baht 8,500,000 (Eight million five hundred thousand Baht) and approve any privilege of Baht 500,000 (Five hundred thousand Baht), the total amount of remuneration and privilege of Baht 9,000,000 (Nine million Baht) for the Board of Directors, the Executive Committee, the Audit Committee, the Compensation and Nomination Committee, the Strategy Committee and the Information Technology Governance Committee are detailed as follows;

1. Remuneration for Board of Directors meeting

- Chairman 55,000 Baht/per person/per month
- Vice Chairman 33,000 Baht/per person/per month
- Director 27,500 Baht/per person/per month

2. Remuneration for the Executive Committee

- Chairman 55,000 Baht/per person/per attendance
- Vice Chairman 33,000 Baht/per person/per attendance
- Member (non-executive) 27,500 Baht/per person/per attendance

3. Remuneration for the Audit Committee

- Chairman 55,000 Baht/per person/per month
- Director 27,500 Baht/per person/per month

4. Remuneration for the Compensation and Nomination Committee

- Chairman 55,000 Baht/per person/per attendance
- Director 27,500 Baht/per person/per attendance

5. Remuneration for the Strategy Committee

- Chairman 55,000 Baht/per person/per attendance
- Director 27,500 Baht/per person/per attendance

6. Remuneration for the Information Technology Governance Committee

- Chairman 55,000 Baht/per person/per attendance
- Director 27,500 Baht/per person/per attendance

7. Remuneration and privilege for the Board of Directors

- Chairman 50,000 Baht/per person/per year
- Vice Chairman 50,000 Baht/per person/per year
- Director 50,000 Baht/per person/per year

To approve pension for the Board of Directors of THB 2,000,000 (Two million Baht) and the Board of Directors will allocate the amount among its members.

The Committee has a policy and criteria for the remuneration of the Board of Directors and various committees at the appropriate rate and in accordance with the duties of the directors under the laws and the Company's regulations.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 6. This agenda requires not less than two-thirds of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 6, to consider and approve the remuneration for the Board Directors. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,738,392 | votes or | 99.9998% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 1,000 | votes or | 0.0001% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9998% which is not less than two-third of the shareholders who attend the Meeting and have the right to vote, approved the remuneration for the Board of Directors as proposed by the Board of Directors.

Agenda 7 To consider the appointment of auditors and fixing the audit fee for the year 2023

Dr. Pornsiri Poonakasem Chairman of the Audit Committee informed the Meeting that the Audit Committee and the Board of Directors resolved to propose the shareholders to consider and approve the appointment of the following auditors of EY Office Limited as the Company's auditor. The details for the consideration as presented in the supporting document for consideration on pages 52- 53.

1. Ms. Gingkarn Atsawarangsalit Certified Public Accountant 4496 and/or
2. Miss. Rosaporn Decharkom Certified Public Accountant 5659 and/or
3. Ms. Sumana Punpongsanon Certified Public Accountant 5872 and/or
4. Ms. Kirdsiri Kanjanaprakasit Certified Public Accountant 6014.

Any of them as the auditor with the power to audit and certify the Company's financial statements for the year ended 31 December 2023.

For the financial statements for the year 2023, EY Office Limited has proposed the audit fee for the Company in the amount of Baht 700,000 (Seven hundred thousand Baht) by comparing the audit remuneration with the previous year as follows:

| Audit Fees | Fiscal year ended December 31 | |
|------------------|-------------------------------|-------------|
| | 2023 | 2022 |
| Annual Audit Fee | 700,000.- | 1,150,000.- |

In this regard, The amount of the audit fee decreased from the year 2022 due to the restructuring of the Company's operations by allowing Khao MahBoonkrong Company Limited to be a distributor of packaged rice and other products locally and PRG Global Company Limited as an exporter worldwide, causing the number of transactions in operations under PRG Corporation Public Company Limited to decrease.

In view of the fact that its subsidiaries and associated companies belong to PRG Corporation Public Company Limited's Group, the Company also appoints EY Office Limited as the auditor for the fiscal year 2023.

The Board of Directors will ensure that the financial statements can be prepared in a timely manner. In addition, the Company has planned and held a meeting before the audit. It also coordinated with the main auditor of the Company and the auditors of the subsidiaries and the associated companies from the same audit firm to ensure that the financial statements will be prepared in a timely manner.

For other service fees in the past fiscal year, the Company and its subsidiaries do not use other services of the audit firm that the auditor is affiliated with, services of other persons or businesses related to the auditor, and the auditor's office to which the auditor is affiliated.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 7. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 7, to consider the appointment of auditors and fixing the audit fee for the year 2023. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 100.0000% by a majority vote, approve the appointment of auditors and fixing the audit fee for the year 2023 as proposed by the Board of Directors.

Agenda 8 To approve the decrease of the registered capital of the company from the original registered capital of THB 874,970,249 to new registered capital of THB 694,970,249 by reducing of the unpaid capital amount of 180,000,000 shares with a par value of THB 1 per share which have been not allocated in the whole according to the resolution EGM no.1/2022

Mr. Suvait Theeravachirakul explained to the Meeting that the Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the reduction of the Company's registered capital from the original registered capital of 874,970,249 Baht to a newly registered capital of 694,970,249 Baht by eliminating 180,000,000 registered ordinary shares that support a general mandate of the capital increase, in which the Company has not yet issued or offered, according to the supporting document on pages 54 and 56.

Mr. Apichat Kamoltham asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 8. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 8, to consider and approve the reduction of the Company's registered capital from the original registered capital of 874,970,249 Baht to a newly registered capital of 694,970,249 Baht by eliminating 180,000,000 registered ordinary shares with a par value of 1 Baht per share that support a general mandate of the capital increase, in which the Company has not allocated for sale in full, according to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2022. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 100.0000%, which is the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote, approved the reduction of the Company's registered capital from the original registered capital of 874,970,249 Baht to a newly registered capital of 694,970,249 Baht by eliminating 180,000,000 registered ordinary shares with a par value of 1 Baht per share as proposed by the Board of Directors.

Agenda 9 To approve to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital

Mr. **Suvait Theeravachirakul** explained to the Meeting that to be in line with the reduction of the registered capital of the Company on Agenda 10, it is appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association as follows:

| | | |
|-------------------------------|---|--|
| Article 4. Registered capital | : | 694,970,249 baht (Six hundred ninety-four million nine hundred seventy thousand two hundred forty-nine baht) |
| Dividend into | : | 694,970,249 shares (Six hundred ninety-four million nine hundred seventy thousand two hundred forty-nine shares) |
| Value per share | : | 1 baht (one baht) |
| Dividend into | : | |
| Ordinary share | : | 694,970,249 share (Six hundred ninety-four million nine hundred seventy thousand two hundred forty-nine shares) |
| Preferred share | : | -not exist- (--)" |

Mr. **Apichat Kamoltham** asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 9. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 9, to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 100.0000%, which is the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote, approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital, as proposed by the Board of Directors.

Agenda 10 To approve to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 694,970,249 to THB 874,970,249 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share

Mr. Suvait Theeravachirakul explained to the meeting that the Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital by general mandate from the original registered capital of 694,970,249 Baht to a newly registered capital of 874,970,249 Baht by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share according to the supporting document on pages 54 - 56.

The increase of the Company's registered capital by general mandate corresponded to the conservative financial management policy. When an unexpected situation occurs in the future, the Company will have a conservative reservation on financial management with flexibility without affecting normal operations.

Therefore, the Meeting was requested to consider and approve the increase of the Company's registered capital by a general mandate from the original registered capital of THB 694,970,249 to a newly registered capital of THB 874,970,249 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share.

Mr. Apichat Kamoltham asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 10. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 10, to consider and approve to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 694,970,249 to THB 874,970,249 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,738,392 | votes or | 99.9998% |
| Disapproved | totaling | 1,000 | votes or | 0.0001% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% which was not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote to approve to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 694,970,249 to THB 874,970,249 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 11 To approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital

Mr. Suvait Theeravachirakul explained to the Meeting that to be in line with the increase of the registered capital of the Company on Agenda 10, it is appropriate to propose to the Meeting to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital of the Company as follows:

| | | |
|---------------------------------|---|---|
| Article 4. Registered capital | : | 874,970,249 baht (Eight hundred seventy-four million nine hundred seventy thousand two hundred forty-nine baht) |
| Dividend into | : | 874,970,249 shares (Eight hundred seventy-four million nine hundred seventy thousand two hundred forty-nine shares) |
| Value per share | : | 1 baht (one baht) |
| Dividend into Ordinary share | : | 874,970,249 share (Eight hundred seventy-four million nine hundred seventy thousand two hundred forty-nine shares) |
| Preferred share | : | -not exist- (--)" |

Mr. Apichat Kamoltham asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 11. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 11, to consider and approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,738,392 | votes or | 99.9998% |
| Disapproved | totaling | 1,000 | votes or | 0.0001% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% which was not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote to approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital, as proposed by the Board of Directors.

Agenda 12 To approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share

Mr. Suvait Theeravachirakul reported to the meeting that to be in line with the increase of the Company's registered capital in Agenda 11, it appropriate to propose to the Meeting to consider and approve the allocation of the Company's ordinary shares to increase the capital of the Company of not more than 180,000,000 shares with the par value of 1 Baht per share to support the increased capital shares by general mandate as follows:

- Allocation of newly issued ordinary shares to increase the capital of the Company by not more than 180,000,000 shares or equivalent to 26.07% of the paid-up capital to offer to the existing shareholders in proportion to the shareholding percentage.

Whereby, the Board of Directors shall be authorized to allot and offer in the same time or to separate into partial for offering in lots from time to time and have the right to take any actions necessary as appropriate regarding to the offering of such increased ordinary shares, e.g. set XR date, and objective of the issuance and offering of such ordinary shares, specify offering price and ratio for allotment including subscription period, allotment method and the payment process, etc. , including change of the subscription period and payment and determining other conditions and details in issuing and offering of such increased shares as deemed appropriate, including the authority to correct wording or contents for minutes of shareholders' meeting or Memorandum of Association and/or the various actions necessary in compliance with the order of Registrar in relation to the registration of registered capital increase with Department of business Development, Ministry of Commerce from time to time in accordance with the payments of the subscriber (S) in each time, including listing the increased shares in the Stock Exchange of Thailand and submission of information and documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Ministry of Commerce or other relevant authorities.

The allocation of newly issued ordinary shares to existing shareholders in General Mandate must be completed within the next date of the Annual General Meeting of Shareholders which be determined by the Company or within the date of the Meeting of Shareholders which be determined by the law, whichever date is earlier.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4) as the supporting document on pages 54 and 56.

Mr. Apichat Kamoltham asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 12. This agenda requires the majority votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 12, to consider and approve the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|----------|
| Approved | totaling | 682,738,392 | votes or | 99.9998% |
| Disapproved | totaling | 1,000 | votes or | 0.0001% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 13 To approve to amend the Company's article of association Chapter 5 Director Clause 26 and Clause 27, Chapter 6 Shareholder Meeting Clause 34 and Clause 35

Mr. Somkiat Makcayathorn, Managing Director explain to the Meeting to amend the Company's article of association Chapter 5 Director Clause 26 and Clause 27, Chapter 6 Shareholder Meeting Clause 34 and Clause 35

To comply with the latest amendment to the Public Limited Companies Act (No.4) B.E. 2565. Therefore, it is deemed appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider amending the Company's Articles of Association. which has already been notified to the shareholders in Document of Annual General Meeting of Shareholders on pages 14 – 17 as follow.

Clause 26. The Board of Directors have to be held once at least every 3 months.

The Chairman is the one who convenes a meeting of the Board of Directors when there is any reasonable cause for the Company's sake of protecting rights and benefits. Two Directors or more can jointly request the Chairman to convene a meeting of the Board of Directors. Matters and reasons prepared to propose to the meeting for consideration have to be set forth. The Chairman then will convene a meeting and set its meeting date within 14 days since a date the request is received.

In case that the Chairman does not carry out the duty according to Paragraph 2, Directors who jointly request a meeting can convene and set a date of a meeting of the Board of Directors in order to consider requested matters within 14 days since a due date according to Paragraph 2.

In case there is no Chairman whether there is any reason, the Vice Chairman will convene a meeting of the Board of Directors. In case there is no Vice Chairman whether there is any reason, two Directors or more may jointly convene a meeting of the Board of Directors.

For convening a meeting of the Board of Directors, a meeting invitation letter is delivered to Directors not less than 3 days before a meeting in advance. Except in an emergency for the sake of protecting the Company's rights and benefits, a meeting can be held in any other forms and a meeting date can be set earlier. Whenever a meeting of the Board of Directors is an electronic meeting, the Chairman or the assignee possibly send a meeting invitation letter and meeting documents by means of an electronic mail. The rules and process of sending a meeting invitation letter by means of an electronic mail have to comply with related law.

Clause 27 Board of Directors Meeting, there must be directors attending the meeting not less than half of all directors to be counted as quorum.

Board of Directors Meeting can be held via electronic means; the attendees must identify themselves via electronic means before joining the meeting. All attendees can vote explicitly or anonymously and voting results must be kept as evidence upon the safety standard identified by laws. All regulations, rules and procedures for electronics meeting must be in accordance with related laws. The meeting is held via electronic means; the Company's head office shall be deemed the meeting venue of the meeting.

The meeting is held via electronic means, the Company's head office shall be deemed the meeting venue of the meeting.

Clause 34 For calling a shareholder meeting, the Board of Directors provides a letter of invitation to a meeting specifying its venue, date, time, agenda, and subjects which will be proposed to the meeting. They have to be clearly specified that they are proposed for acknowledgement, or approval, or consideration depending on each case. The Board of Directors' opinions about such subjects (if any) are also provided. The letter of invitation to the meeting as well as relevant documents are sent to shareholders and a registrar not less than seven days before the meeting date. The invitation to the meeting is announced in the newspaper for three consecutive days and at least three days before the meeting date. or via electronic means.

In sending any letter of invitation meeting, the Board of Directors may send a letter of invitation and a meeting-accompanied documents through an electronic mail. Rules and approaches to sending a letter of invitation through an electronic mail act within the relevant law.

However, the place to be used as the meeting place must be in the area where the company's head office is located, branch offices of the company or nearby provinces and if the meeting is held via electronic means, the Company's head office shall be deemed the meeting venue of the meeting.

Clause 35 Shareholders may authorize other persons as proxies to attend and vote at any shareholder meeting on their behalf. The proxy appointment has to be in writing and in the form as required by the law. The proxy form has to be delivered to the chairman of the board of directors or the person appointed by the chairman at the meeting venue before the proxy holder attends the meeting or the proxy may be made by electronic means instead. It must use a method that is safe and reliable that the proxy is made by the shareholder.

It is considered that the shareholders' meeting should approve to amend the Company's article of association Chapter 5 Director Clause 26 and Clause 27, Chapter 6 Shareholder Meeting Clause 34 and Clause 35 in accordance with the latest amendment to the Public Limited Companies Act (No.4) B.E. 2565

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 13. This agenda requires not less than three-fourths of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 13, to consider and approve to amend the Company's article of association Chapter 5 Director Clause 26 and Clause 27, Chapter 6 Shareholder Meeting Clause 34 and Clause 35 in accordance with the latest amendment to the Public Limited Companies Act (No.4) B.E. 2565. The vote results are as follows:

| | | | | |
|-----------------|----------|-------------|----------|-----------|
| Approved | totaling | 682,739,392 | votes or | 100.0000% |
| Disapproved | totaling | 0 | votes or | 0.0000% |
| Abstained | totaling | 0 | votes or | 0.0000% |
| Invalid Ballots | totaling | 0 | votes or | 0.0000% |

The total votes for this agenda item were 682,739,392 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 100.0000% which is not less than three- fourths of the shareholders who attend the Meeting and have the right to vote, approve to amend the Company's article of association Chapter 5 Director Clause 26 and Clause 27, Chapter 6 Shareholder Meeting Clause 34 and Clause 35 in accordance with the latest amendment to the Public Limited Companies Act (No.4) B.E. 2565 as proposed by the Board of Directors.

Agenda 14 Other (if any)

Mr. Somkiat Makcayathorn informed to the Meeting that on this agenda if the shareholders wish the Meeting to consider and vote on other matters (if any) other than those specified in the Meeting invitation letter, they must be raised according to the conditions as provided in the second paragraph of Section 105 of the Public Limited Companies Act B. E. 2535 which states that " When the consideration of the matters under paragraph one is finished, the shareholders holding shares amounting to not less than one- third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting".

When there are no shareholders proposing other matters for consideration, this agenda is set for shareholders to ask questions or have suggestions for the Board of Directors to clarify any questions or inquiries to the shareholders (if any) . Therefore, no other matters will be presented for the meeting to consider and approve and there is no vote on this agenda.

Whereby, **Mr. Somkiat Makcayathorn** informed to the Meeting that for Good Corporate Governance purpose, the company will complete the minutes of the meeting within 14 days from the date of the meeting and Publish on the company website, Shareholders can verify the accuracy of the minutes of the meeting.

None of the shareholders or proxies had additional questions and none of the shareholders raised any additional agenda to the Meeting, therefore, I would like to have the Chaiman close the meeting.

Mr. Suphadej Poonpipat, Chairman announced to the Meeting that on behalf of the Board of Directors I would like to thank all shareholders who attend the Meeting today. The comments provided are very useful to the Company. However, the Board of Directors will try to manage the operating results to return to the target. If there are any inconvenient or errors, please accept our apology.

In the end, none of the shareholders had additional questions or comments, therefore, the Chairman announced the Meeting to be closed. After the meeting

The Meeting adjourned 11.45 a.m.

Signed **Suphadej Poonpipat** Chairman of the Meeting

(Mr. Suphadej Poonpipat)

Chairman of the Board of Directors

Signed **Kanuengnuch Thongprayud** Recorder of the Meeting

(Ms. Kanuengnuch Thongprayud)

Company Secretary

(Translation)

Enclosures 1

(F 53-4)

Capital increase report form
PRG Corporation Public Company Limited
September 21, 2023

PRG Corporation Public Company Limited would like to report the Board of Directors Meeting No.9/23 held on September 8, 2023, capital increase and the allocation of shares in order to support the issuance of the PRG-W3 Warrants. (PRG-W1 Warrants and PRG-W2 Warrants are currently enough shares to accommodate the adjustment of rights, there is no need to allocate the capital increase shares.

On September 21, 2023, the Company had already known the market price per share of the Company's ordinary shares for use in calculating the adjustment of PRG-W1 PRG-W2 and PRG-W3 Warrants rights. Therefore, the Company will re-report the adjusted the exercise price and exercise ratio to ensure that the benefits of the PRG-W1 Warrant PRG-W2 Warrant and PRG-W3 Warrant holders are not less than the existing status in accordance with the conditions on the exercise of the Warrants as stipulated in the "Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase the Newly Issued Ordinary Shares of PRG Corporation Public Company Limited No. 1 (PRG-W1) No. 2 (PRG-W2) and No. 3 (PRG-W3) (the "Terms and Conditions")" set forth.

1. Capital Decrease and Increase

1.1 Capital decrease

Resolution from Board of Directors Meeting resolves to approve decrease of the Company's registered capital from THB 874,970,249 to new registered capital of THB 694,970,249 by reducing the ordinary shares reserved for the increase of registered capital under the General Mandate which have been not allocated in the whole amount of 180,000,000 shares

1.2 Capital increase

Resolution from Board of Directors Meeting resolves to approve increase of the Company's registered capital from THB 694,970,249 to new registered capital of THB 894,980,249 by issuing ordinary shares amounting of 200,010,000 shares with a par value of THB 1 per share by following details:

| Type of capital increase | Type of share | Number of shares (shares) | Par Value (Baht/share) | Total (Baht) |
|---|----------------|------------------------------|---------------------------|-----------------|
| <input checked="" type="checkbox"/> Specify the purpose of utilizing proceeds | Ordinary Share | 10,000 | 1.00 | 10,000 |
| <input checked="" type="checkbox"/> General Mandate | Ordinary Share | 200,000,000 | 1.00 | 200,000,000 |

2. Allotment of new shares

2.1 If specifying the purpose of utilizing proceeds

| Allotted to | Number of share (share) | Ratio (old: new) | Sale price/ Exercise Price (Baht/share) | Subscription and payment period | Remark |
|--|-------------------------------------|--|---|--|-------------------------------|
| 1) To accommodate the adjustment of right under warrants to purchase ordinary shares of PRG Corporation Public Company Limited No. 1 (the "PRG-W1 Warrants" or the Warrants) | Not more than - new ordinary shares | <u>Exercise Ratio</u> (Existing): 1 unit of the Warrants to 1.0566 newly issued ordinary share <u>Exercise Ratio</u> (New): 1 unit of the Warrants to 1.0664 newly issued ordinary share. Please see Remark No.1) | <u>Exercise Price</u> (Existing): THB 4.7319 per share <u>Exercise Price</u> (New): THB 4.6886 per share. Please see Remark No. 1) | The exercise of the rights to purchase the newly issued ordinary shares of the Company under the PRG-W1 Warrants shall be in accordance with the conditions on the exercise of the Warrants as stipulated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Ordinary Shares of PRG Corporation Public Company Limited No. 1 (PRG-W1) (the "Terms and Conditions") | Please see Remark Below No.1) |

| Allotted to | Number of share (share) | Ratio (old: new) | Sale price/ Exercise Price (Baht/share) | Subscription and payment period | Remark |
|--|--|---|---|--|-------------------------------|
| 2) To accommodate the adjustment of right under warrants to purchase ordinary shares of PRG Corporation Public Company Limited No. 2 (the "PRG-W2 Warrants" or the Warrants) | Not more than - new ordinary shares | <u>Exercise Ratio</u> (Existing): 1 unit of the Warrants to 1.0275 newly issued ordinary share. <u>Exercise Ratio</u> (New): 1 unit of the Warrants to 1.0370 newly issued ordinary share. Please see Remark No.2) | <u>Exercise Price</u> (Existing): THB 4.8663 per share <u>Exercise Price</u> (New): THB 4.8218 per share. Please see Remark No. 2) | The exercise of the rights to purchase the newly issued ordinary shares of the Company under the PRG-W2 Warrants shall be in accordance with the conditions on the exercise of the Warrants as stipulated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Ordinary Shares of PRG Corporation Public Company Limited No. 2 (PRG-W2) (the "Terms And Conditions") | Please see Remark below No.2) |
| 3) To accommodate the adjustment of right under warrants to purchase ordinary shares of PRG Corporation Public Company | Not more than 10,000 new ordinary shares | <u>Exercise Ratio</u> (Existing): 1 unit of the Warrants to 1 newly issued ordinary share. <u>Exercise Ratio</u> (New): 1 unit of the Warrants to | <u>Exercise Price</u> (Existing): THB 5 per share <u>Exercise Price</u> (New): THB 4.9543 per share. Please see Remark No. 3) | The exercise of the rights to purchase the newly issued ordinary shares of the Company under the PRG-W3 Warrants shall be in accordance with the conditions on the exercise of the Warrants as stipulated in the Terms | Please see Remark below No.3) |

| Allotted to | Number of share (share) | Ratio (old: new) | Sale price/ Exercise Price (Baht/share) | Subscription and payment period | Remark |
|---|-------------------------|---|---|---|--------|
| Limited No. 3 (the "PRG-W3 Warrants" or the Warrants) | | 1.0092 newly issued ordinary share. Please see Remark No.3) | | and Conditions Governing the Rights and Obligations of the Issuer and Holders of the Warrants to Purchase Ordinary Shares of PRG Corporation Public Company Limited No. 3 (PRG-W3) (the "Terms And Conditions") | |

Remark :

The Board of Directors' Meeting No. 9/23 held on September 8, 2023 approved to propose to the Extraordinary General Meeting of Shareholders No. 1/2023 approved to increase the registered capital of the company from the original registered capital of THB 694,970,249 to THB 694,980,249 by issuing not more than 10,000 new ordinary shares with a par value of THB 1 per share and the allocation of such newly issued ordinary shares, the details of which are as follows:

- 1) The allocation of not exceeding 10,000 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of rights of the PRG-W3 Warrants.
- 2) Since there are currently enough shares to support the rights adjustment of the PRG-W1 and PRG-W2 warrants, there is no need to allocate the capital increase shares.
- 3) The Company calculates the exercise price (new) and exercise ratio (new) of the PRG-W1 Warrants, PRG-W2 Warrants and PRG-W3 Warrants due to on September 21, 2023, the Company had already known the market price per share of the Company's ordinary shares for use in calculating the adjustment of PRG-W1 PRG-W2 and PRG-W3 rights.
- 4) The Company's plan in case there is a fraction of shares remaining

In the event that there is an adjustment to the exercise ratio upon the occurrence of event pursuant to the conditions concerning the right adjustment as stipulated in the Terms and Conditions of PRG-W1 or the Terms and Conditions of PRG-W2 or the Terms and Conditions of PRG-W3 resulting in a fraction of shares that will be allocated under the PRG-W1 Warrants or the PRG-W2 Warrants or the PRG-W3 Warrants, such fraction of shares shall be rounded down.

2.2 If specifying the purpose of utilizing proceeds

| Allotted to | Type of share | Number of share (Shares) | Percentage of paid-up capital | Note |
|----------------------|----------------|------------------------------|----------------------------------|------|
| 1.Right Offering: RO | Ordinary share | Not more than 200,000,000 | 28.85 | - |

Remark : Percentage of paid-up capital on the date that the Board of Directors resolves to increase capital under a General Mandate

Which must be completed within the next date of the Annual General Meeting of Shareholders which be determined by the Company or within the date of the Meeting of Shareholders which be determined by the law, whichever date is earlier.

3. Schedule of the Shareholders' meeting to approve the capital increase and the allocation of the newly issued shares

The Extraordinary General Meeting of Shareholders No.1/2023 to an electronic meeting set the date on October 17, 2023 at 10.00 a.m., using an electronic approach (e-EGM) The determine the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/ 2023 (Record Date) on September 25, 2023.

4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any)

4.1 The Company is required to register the decrease and increase of registered and paid-up capital and the amendment of its Memorandum of Association with the Department of Business Development, Ministry of Commerce.

4.2 The Company is required to obtain an approval from the Stock Exchange of Thailand for accepting Warrants to be securities listed in the Stock Exchange Thailand.

4.2.1 The newly issued ordinary shares of the Company from the exercise of the PRG-W3 Warrants which has been issued, including the additional shares to accommodate the rights adjustment of the PRG-W3 Warrants.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

5.1 The Company will decrease its registered capital to cancel the unissued ordinary shares.

5.2 The Company will issue and allocate the newly issued ordinary shares at the amount not exceeding 10,000 shares in accommodate the rights adjustment of the PRG-W3 Warrants from interim dividend payment to shareholders in order to preserve the interests of the warrants holders and not to be less favorable than those currently available to them.

5.3 The Company's increase in registered capital under General Mandate was to accord with its conservative financing policy. If in the future, there are situations above expectations, the Company will be able to maintain its conservative financial management to be flexible without affecting normal operation.

6. Benefits which the company will receive from the capital increase/share allotment

This capital increase will enhance the financial strengths and increase liquidity for the Company's operation.

7. Benefits which shareholders will receive from the capital increase/share allotment

In the event, the warrants holders exercise their rights under the Warrants to purchase the ordinary shares and become shareholders of the Company, the shareholders would gain the benefits from the fact that the Company will be able to utilize such proceeds

In addition, the shareholders who exercise the right to purchase ordinary shares under the PRG-W1 Warrants and/or PRG-W2 Warrants and/or PRG-W3 Warrants shall receive all the same rights as the Company's existing shareholders, such as the right to receive dividends, the right to attend and to vote in the shareholders meeting.

The capital increase and allocation of newly issued shares this time to accommodate the adjustment of rights of the PRG-W3 Warrants in order to preserve the interests of the warrants holders and not to be less favorable than those currently available to them.

8. Other details necessary for shareholders to approve the capital increase/share allotment

The Company will subsequently file an application to the SET for its approval on the listing new ordinary shares to be issued upon the exercise of the Company's warrants allotted to existing shareholders of the Company pursuant to the relevant rules and regulations

9. Schedule of action where the board of directors of the company passes resolutions approving the capital increase/ share allotment

| Procedure | Date/Month/Year |
|--|--|
| ● The Board of Directors' Meeting No. 9/23 | September 8, 2023 |
| ● The record date for the purpose of determining the eligible shareholders to attend the Extraordinary General Meeting of Shareholders No.1/2023 | September 25, 2023 |
| ● The Extraordinary General Meeting of Shareholders No.1/2023 | October 17, 2023 |
| ● Register the capital reduction and capital increase and the amendment of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce | Within 14 days from the date of the Extraordinary General Meeting of Shareholders No.1/2023 |
| ● Date to allotment new ordinary shares to existing shareholders (General Mandate) | Will be determined after obtained the approval from this the Extraordinary General Meeting of Shareholders No.1/2023 |

The Company hereby certifies that the information contained in this report from is true and complete in all respects.

Signed.....Authorized Company Director

(Mr. Somkiat Makcayathorn)

Documents for the Rights to Attend the Extraordinary General Meeting of Shareholders by Electronic Means (e-EGM)

The following documents must be presented prior to attend the Extraordinary General Meeting (as the case may be):

1. In the event that the shareholder is an ordinary person:

- 1.1 Attendance in person by Electronic Means: A valid official ID card wherein a photograph is shown, e.g. personal ID card, driving license, or passport.
- 1.2 Attendance by proxy:
 - (A) A completed Proxy Form signed by the proxy grantor (the shareholder) and the proxy;
 - (B) A copy of the proxy grantor's ID card as referred to in 1.1 certified correct by the proxy grantor; and
 - (C) An original of the proxy's ID card as referred to in 1.1

2. In the event that the shareholder is a juristic person:

- 2.1 Attendance by an authorized representative of the shareholder by Electronic Means:
 - (A) An original of such authorized representative's ID card as referred to in 1.1; and
 - (B) A copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any).
- 2.2 Attendance by proxy:
 - (A) A completed Proxy Form signed by the proxy grantor (the shareholder) and the proxy;
 - (B) A copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the Proxy Form as the proxy grantor is an authorized representative of the shareholder having authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with affixing its Common Seal (if any); and
 - (C) An original of the proxy's ID card as referred to in 1.1

3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law:

Paragraph no. 1 and 2 above shall be applied mutatis mutandis to a non-Thai shareholder or a shareholder which is juristic person incorporated under a foreign law as the case may be under the following conditions:

(A) Affidavit or Certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person (s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person(s); and

(B) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative of such juristic person together with affixing its Common Seal (if any).

The attached proxy form is the form detailing how the shareholders want their proxies to vote on each agenda (Form B).

For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please follow the instruction manual to guidelines for attending the Extraordinary General Meeting of Shareholders by Electronic Means via Inventech Connect. The Company will be available system from 5 - 17 October 2023 at 8.30 a.m. - 5.30 p.m. or until the meeting is closed. (only on business days Excluding public holidays and public holidays)

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, please submit the proxy form together with required documents to the Company to the following address.

PRG Corporation Public Company Limited
Corporate Governance Section
88 Moo 2, Tiwanon Road, Tumbol Bangkadee, Amphur Mueng, Pathumtani 12000
Tel. 02-501-2175 Ext. 687

Profiles of Independent Directors for Appointment of Proxy



1. Name : Dr. Pornsiri Poonakasem
Position in the Company : Independent Director
Age : 71 years old
Address : 208/5 Moo.18 Prachachern,
Road, Lardyao, Jatujak,
Bangkok 10900
Conflict of Particular Interest : Non
in the Agenda



2. Name : Associate Professor Dr.Sathit Parniangtong
Position in the Company : Independent Director
Age : 70 years old
Address : 9/5 Moo.2 Tarang, Bangkhen,
Bangkok 10220
Conflict of Particular Interest : Non
in the Agenda



3. Name : Mrs. Veena Arunyakasem
Position in the Company : Independent Director
Age : 61 years old
Address : 919 Moo 9 Luan Pruksa
LakeVille, Soi Taeparak 96,
Taeparak Road, Amphur
Muang, Samutprakan 10270
Conflict of Particular Interest : Non
in the Agenda

**Clauses relating to shareholder meetings in the Articles of Association of
PRG Corporation Public Company Limited**

**Chapter 6
Shareholder Meetings**

Clause 32 The Board of Directors has to hold an Annual General Meeting within four months after the Company's accounting year ends. Any shareholder meeting other than this Annual General Meeting will be called an Extraordinary General Meeting.

The Board of Directors will call a shareholder meeting as an Extraordinary General Meeting whenever appropriate.

The Company's shareholder meeting can be held as an electronic meeting. It can be held through digital media by facilitating meeting attendees to disclose their identities in order to attend the electronic meeting before the meeting's attendance. The attendees are facilitated in order that they can vote openly or secretly. All meeting attendees' log files are stored as evidence and they conform with technological safety standards stipulated by law. Moreover, electronic shareholders' meeting shall be arranged reflecting other related regulations, rules, and approaches of an electronic meeting act within the relevant law.

One or several shareholders whose collective shares are not less than 10% of all issued shares can sign up for a request that the Board will call a shareholder meeting as an Extraordinary General Meeting whenever possible. Any subject and its reasons also have to be clearly stated in such request. In this case, the Board of Directors has to hold a shareholder meeting within 45 days after receiving the request from the shareholders.

In case that the Board of Directors does not hold a meeting within a specified period of time according to Paragraph 3, the shareholders who sign up or other shareholders whose collective shares reach an amount of shares as prescribed can call a meeting by themselves within 45 days after a due date according to Paragraph 3. In this case, it is considered that the shareholder meeting is called by the Board of Directors and the Company has to be responsible for necessary expenses resulting from holding the meeting as well as facilitating the meeting as appropriate.

In case of a shareholder meeting called by shareholders according to Paragraph 4, when a number of shareholders attending the meeting cannot form a quorum stipulated in no. 36 of these articles of associations, the shareholders according to Paragraph 4 have to take shared responsibility for expenses resulting from such meeting for the Company.

Clause 33 The annual ordinary general meeting of shareholders should at least deal with the business as follows:

- (1) Acknowledgement of the board of directors' report on the Company's performance and financial status for the past fiscal year,
- (2) Approval of the balance sheet and the income statement,
- (3) Approval of the appropriation of the profit,
- (4) Election of directors replacing the ones who retire by rotation,
- (5) Appointment of an auditor and determination of the audit fees.

Clause 34 For calling a shareholder meeting, the Board of Directors provides a letter of invitation to a meeting specifying its venue, date, time, agenda, and subjects which will be proposed to the meeting. They have to be clearly specified that they are proposed for acknowledgement, or approval, or consideration depending on each case. The Board of Directors' opinions about such subjects (if any) are also provided. The letter of invitation to the meeting as well as relevant documents are sent to shareholders and a registrar not less than seven days before the meeting date. The invitation to the meeting is announced in the newspaper for three consecutive days and at least three days before the meeting date. or via electronic means.

In sending any letter of invitation meeting, the Board of Directors may send a letter of invitation and a meeting-accompanied documents through an electronic mail. Rules and approaches to sending a letter of invitation through an electronic mail act within the relevant law.

However, the place to be used as the meeting place must be in the area where the company's head office is located, branch offices of the company or nearby provinces and if the meeting is held via electronic means, the Company's head office shall be deemed the meeting venue of the meeting.

Clause 35 Shareholders may authorize other persons as proxies to attend and vote at any shareholder meeting on their behalf. The proxy appointment has to be in writing and in the form as required by the law. The proxy form has to be delivered to the chairman of the board of directors or the person appointed by the chairman at the meeting venue before the proxy holder attends the meeting or the proxy may be made by electronic means instead. It must use a method that is safe and reliable that the proxy is made by the shareholder.

Clause 36 In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders, whichever is lesser and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold of the Company.

At any shareholder meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as defined in the previous paragraph, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Clause 37 The chairman of the board of directors shall be the chairman of shareholder meeting. If the chairman of the board of directors is not present at a meeting or cannot perform his duty, the vice-chairman shall be the chairman of the meeting. If there is no vice-chairman or there is a vice-chairman who is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Clause 38 The chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the articles of association of the company relating to meetings (if any) and to follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-thirds of the number of the shareholders present at the meeting.

Clause 39 At shareholder meeting, a final decision shall be reached or a resolution shall be passed by voting. Regardless of how the votes are cast, one share always equals to one vote.


In case of a tie vote, the chairman of the meeting shall cast a deciding vote although he or she is not a shareholder.

Any shareholder having special interests in the agenda requiring a voting shall have no right to cast a vote on the item, except for the item on the election of directors, on which the shareholder can cast his or her vote with no prohibition imposed on the voting.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://app.inventech.co.th/PRG114218R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



**** Merge user accounts, please using the same email and phone number ****

- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration page
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 05 October 2023 at 8:30 a.m. and shall be closed on 17 October 2023 Until the end of the meeting.

3. The electronic conference system will be available on 17 October 2023 at 8:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 16 October 2023 at 5.00 p.m.

PRG Corporation Public Company Limited

Corporate Governance Section

88 Moo 2, Tiwanon Road, Tumbol Bangkadee, Amphur Mueng, Pathumtani 12000

Tel. 02-501-2175 Ext. 687

If you have any problems with the software, please contact Inventech Call Center



02-931-9131



@inventechconnect



Report a problem

@inventechconnect



The system available during 05 – 17 October 2023 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

Installation Guide for Webex Meetings

For Shareholders use via PC/Laptop is not install application, for use via Mobile are install steps as follows.


For IOS Operating System

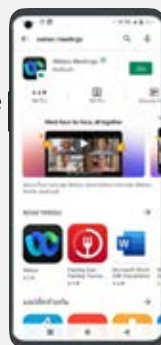
- 1 Go to Application **App Store** 
- 2 Search **Webex Meetings**



- 3 Click **"GET"** for install application
- 4 Please **wait** until to download is complete
- 5 **Finish** the application has installed it will appear on your smart phone

For Android Operating System

- 1 Go to Application **Play Store** 
- 2 Search **Webex Meetings**



- 3 Click **"INSTALL"** for install application
- 4 Please **wait** until to download is complete
- 5 **Finish** the application has installed it will appear on your smart phone

Step for registration for attending the meeting (e-Register)

- 1 Click registration link URL for join meeting from email approve
- 2 Get Username and password or request OTP to login
- 3 Click "Register" button the system has already registered and counted
- 4 Then click "Join Attendance" button
- 5 Click "Watch Meeting" button

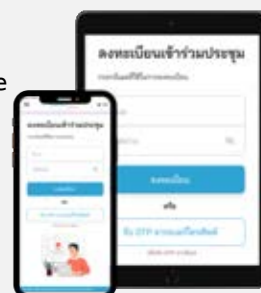


- 6 Click "Open Webex" button
- 7 Use Cases PC/Laptop: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows
 - 7.1 Fill in the Name and Email Address to match the information you submitted the request form.
 - 7.2 Click on "Next" button
- 8 Click on "Join" button to get in to meeting.

- 6 Use Cases Mobile/iPad: Please fill in the details to register to watch the live broadcast via the Webex Meetings Application as follows

- 6.1 Fill in the Name and Email Address to match the information you submitted the request form.
- 6.2 Click on "OK" button

- 7 Click on "Allow" for accept access for application
- 8 Click on "Join" button to get in to meeting.





Step voting process (e-Voting)

Use Cases PC/Laptop

- 1 Click "Continue" button on menu "Multimedia Viewer".
- 2 Get email and password that you received from your email or request OTP
- 3 Click on "Login" button
- 4 Then click on "Join Attendance" button
- 5 Select which agenda that you want to vote
- 6 Click on "Vote" button
- 7 Click the voting button as you choose
- 8 The system will display status your latest vote



Use Cases Mobile/iPad

- 1 Click on "Participants" or symbol 
- 2 Click on menu "Chat" and choose message from Inventech Connect (Android) or click on "Chat" or Symbol  (iOS)
- 3 Click link in the chat message.
- 4 Click on "Continue" button
- 5 Get email and password that you received from your email or request OTP
- 6 Click on "Login" button
- 7 Then click on "Join Attendance" button
- 8 Select which agenda that you want
- 9 Click on "Vote" button
- 10 Click the voting button as you choose
- 11 The system will display status your latest vote

To cancel the last vote, please press the button "Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
- 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open
 - microphone and camera

Installation Guide for Webex Meetings and How to use Inventech Connect



User Manual e-Request



User Manual e-Vote

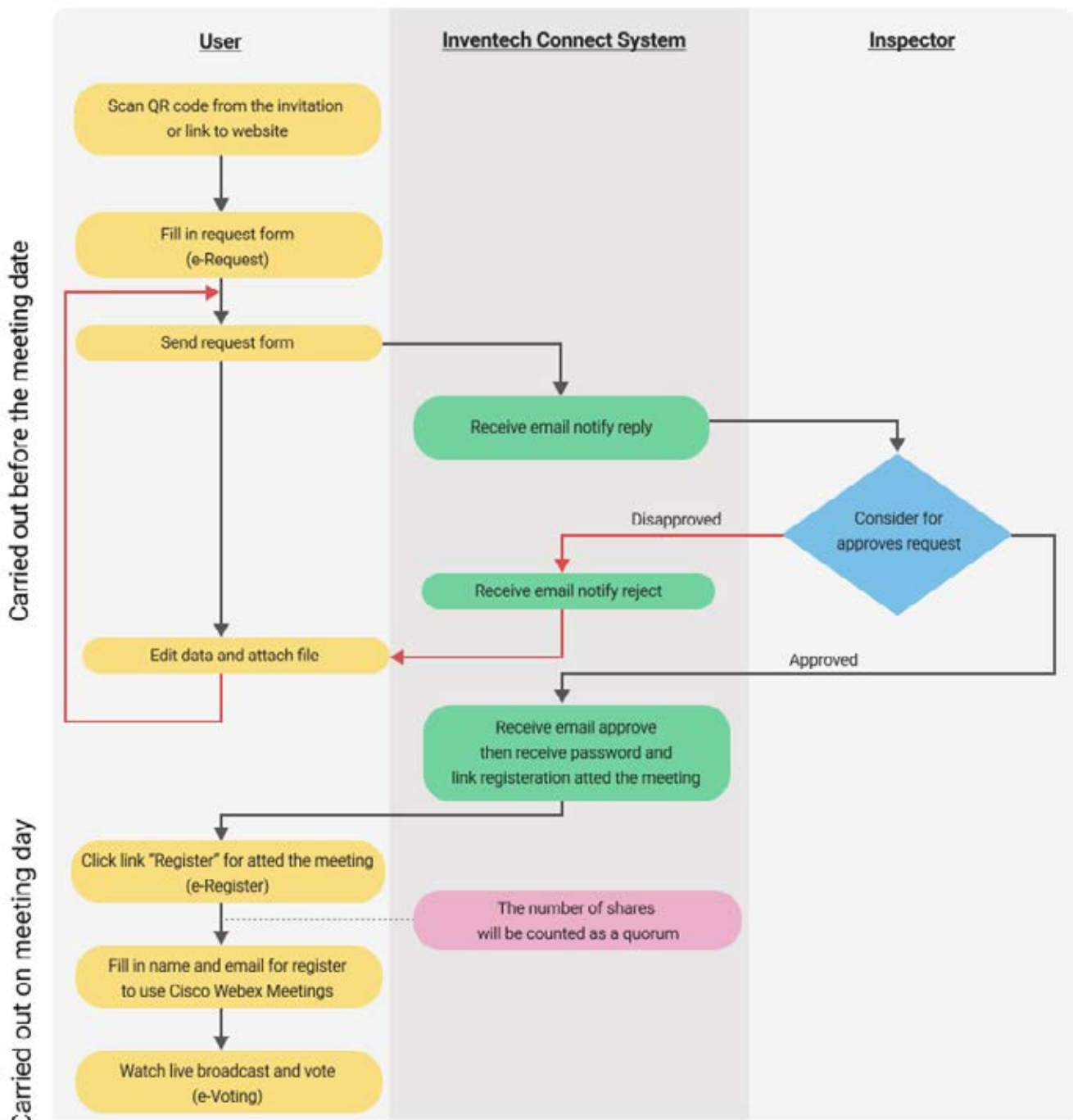
* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video : Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge

**** The system does not supported internet explorer.**

You can check the supported device versions at <https://help.webex.com/en-us/article/nki3xrq/Webex-Meetings-Suite-System-Requirements> or scan the QR Code





Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account , you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register for exit the quorum", the systems will be number of your shares out from the meeting base.



Privacy Notice

For Shareholder Entitlement to propose Agenda and nominate the appropriate person(s) to consider as Company Director in advance

PRG Corporation Public Company Limited (“Company”) respects the privacy rights and gives priority to protecting your personal data to comply with the Personal Data Protection Act B. E. 2562 as principles and guidelines as follows:

1. Personal data which have been collected by the Company

The Company rely on the following legal bases to collect your personal data in the case as follow;

A. In case of Shareholder(s) such as Name, Surname, Messrs, Address,

Telephone Number, Fax Number, Number of share(s), Signature, Email address, Copy of ID Card or Copy of Passport (Foreigner), Confirmation Letter issued by Securities Company or Document(s) issued by The Stock Exchange of Thailand or Thailand Securities Depository Co., Ltd.

B. In case of the person(s) who have been nominated to consider as the Company Director such as

Name, Surname, Messrs, Address, Telephone Number, Fax Number, Photo, Copy of ID Card, Signature, Email address, Date of Birth, Age, Gender, Nationality, Marital status, Data of Share, Employment Background, Training Background, Education Background including Interested Data both directly and indirectly in the Company, Subsidiary Company, Joint Venture Company and Concerning Company.

C. In case of the spouse and Son/Daughter of the person(s) who have been nominated to consider as the Company Director such as Name, Surname, Age, Data of Share

Disclaimer In case of the Company shall request to keep Copy of ID Card which have shown the sensitive data such as religion, the Company would like to inform that the Company would not like to keep its and you have been entitled to block out the said data on the Copy of ID Card.

2. Personal data collection

The Company shall collect the personal data from you as much as necessary as objective which have been clearly specified in this Notice. The Company may collect your Personal Data which be provided from other resource such as

Securities Registrar, Thailand Securities Depository Co., Ltd. (TSD), Shareholder or the person(s) who have been nominated to consider as the Company Director as much as necessary as legally method only.

3. Purpose to collect, use, and disclose the personal data

The Company shall collect, use and disclose your personal data as the objective for check and verify your identity who shall be the shareholder of Agenda proponent including considering the qualification of the person who shall be nominated by the shareholders for consideration to be the Company Director by lawful basis as the objectives as follow;

A. Legal Obligation

The Company shall collect, use and disclose your personal data as Clause 1 to convene and operate the Annual General Meeting (AGM) including verify your identity, concerned document(s) delivery and any operation as Annual General Meeting Resolution and by Law including any

B. Legitimate Interest

The Company shall collect, use and disclose your personal data as Clause 1A for make the Annual General Meeting Minutes and as evidence to show your attendance meeting including for any concerned necessary which be Legitimate Interest of the company and other person(s) based on reasonable prediction. The Company shall collect, use and disclose your personal data as Clause 1B to comply with the measure and practice of the Annual General Meeting, the Company record the picture(s) and motion(s) and voice which be concerned with the Annual General Meeting operation for attending registration, report and public relations the meeting by electronic media and printing media. However, the picture(s) and/or motion(s) of attendee(s) at a meeting may be appeared in the Annual General Meeting.

In case of the Company have been authorized under the Personal Data Protection Act B.E. 2562 to collect, use and disclose your personal data without your consent to comply with the Legal obligation or Legitimate Interest except the said Interest is less than the right basis in your personal data and applicable law such as Public Company Act B.E. 2535, Securities and Exchange Act B.E. 2535 and as amended including the Regulation which be concerned with the director and concerning person(s).

In case of the Personal Data exercise for the said objective as the necessary data for qualification consideration of Agenda proponent or the qualification of the person who shall be nominated for consideration to be the Company Director. If

you do not give the said necessary data, you may not propose an agenda or the person who shall be nominated for consideration to be the Company Director by you may be not considered due to the Company does not have the data enough for consideration the qualification as requirement by Law.

4. Personal data retention period

The Company retain your personal data for a period as much as necessary for the purpose to collect use or disclose which be specified in this notice.

In case of the Company can not clearly to specified the period to retain your personal data, the Company shall retain your personal data as the period which may expect as the retaining standard (Ex. Prescription 10 years)

5. Your rights who be the Data Subject under the Personal Data Protection Act, B.E. 2562 (2019)

You can exercise your rights under the Personal Data Protection Act B.E. 2562 including other concerning right such as Right to be informed, Right to withdraw consent, Right of access, Right to rectification, Right to erasure, Right to restrict processing, Right to data portability, Right to object.

6. Disclosure of your personal data

The Company may disclose your personal data as much as necessary for inform to the Shareholder(s) as the Shareholder invitation letter, Shareholder Meeting, Form No.56-1 One Report including the Company Website(s)

Moreover, the Company may necessary to disclose your personal data to the natural person or Juristic Person or Government Department (such as The Office of the Securities and Exchange Commission, The Stock Exchange of Thailand, who shall coordinate with the Company for operate as the objective which have been informed as this Notice as much as necessary.

7. Security for privacy

The Company provides the appropriate Security for privacy measure which be covered the Management protection measure, the Technical protection measure and the Physical protection measure to access or control to access the personal data for keeping the confidential, correct and ready to use the personal data, lost protection, access, use, change, amend or powerless data disclosure or wrongfully.

8. Contact us

If you have any questions about privacy protection on this Notice, please contact as follows;
PRG Corporation Public Company Limited address 88 Moo 2, Tiwanon Road, Tumbol Bangkadee,
Amphur Mueng Pathumtani, Pathumtani 12000 PRG Contact Center Tel : (66) 2501-2175 and
E-mail : pdpa@prg.co.th

Notice on 25th May 2022



PRG Corporation Public Company Limited