Criteria for Shareholders to Propose the Agenda and to Nominate the Candidate for Being a Director for Proud Real Estate Public Company Limited 2027 Annual General Meeting of Shareholders

Proud Real Estate Public Company Limited ("the Company") recognizes the importance of all shareholders by adhering to the principles of equality and fairness to promote good corporate governance and shareholder participation in the annual general meeting. Therefore, prior to the annual general meeting for the year 2027, the Company is providing all shareholders the opportunity to present matters that are significant and beneficial to the Company for inclusion in the meeting agenda, including the nomination of individuals for consideration as directors of the Company. The Company will review these proposals under the criteria established by the Company, with the following details:

1. Qualifications of Shareholders Eligible to Exercise Rights:

   Proposal of Agenda Items for the Meeting:

   Shareholders eligible to propose agenda items must possess the following two qualifications:

   1) Be a shareholder of the Company on the date of proposing the agenda.

   2) Be a single shareholder or a group of shareholders holding and collectively having the right to vote not less than 5% of the total voting rights of the Company.

   Nomination of Individuals for Consideration as Board Members:

   Shareholders eligible to nominate individuals for consideration as board members must be a shareholder of the Company on the date of nominating the individual.

2. Criteria for Proposing Agenda Items:

   Proposing the Agenda Items

   Shareholders may propose agenda items for consideration of the Board of Directors to be included in the agenda for the shareholders' meeting by completing the Proposal Form for 2027 Annual General Meeting Agenda or sending an email to comsec@proudrealestate.co.th. This should be done prior to submitting the original agenda proposal form, along with all relevant and complete documentation of share ownership, including a certificate from the securities company or other evidence from the Thailand Securities Depository Company Limited or the Stock Exchange of Thailand, as well as any additional supporting documents that may assist the Board's consideration (if applicable). All submissions must be sent to the Company during October 1, 2026 to December 31, 2026.

   In the case where multiple shareholders jointly propose an agenda item, all participating shareholders must complete the "Proposal Form for 2027 Annual General Meeting Agenda" and sign it as evidence, after which it should be compiled and submitted as a single set.

   In this regard, the Company will not include the following matters as agenda items for the meeting:

   1) Matters that violate laws, regulations, rules, or objectives set by government agencies or overseeing bodies, or do not align with good corporate governance principles or shareholder meeting resolutions.

2) Matters that are not beneficial to the Company's operations or are primarily for the benefit of specific individuals or groups.

3) Matters within the Company's management authority, except in cases where they significantly harm shareholders.

4) Matters that the Company has already processed.

5) Matters beyond the Company's operational scope.

6) Matters for which shareholders have provided incomplete, misleading, inaccurate, unreachable, or non-compliant information, or have not adhered to the Company's specified criteria.

7) Matters related to the Company's regular business operations, and factual claims made by shareholders that do not raise reasonable suspicions of abnormality.

8) Matters proposed by shareholders, but later found that as of the Record Date, the concerned shareholder did not hold shares of the Company or held less than 5% of the total voting rights of the Company.

Nomination of Individuals for Consideration as Board Members:

Shareholders are allowed to propose individuals with suitable qualifications and without disqualifications as prescribed by law to be nominated and screened for the position of Company Director. This can be done by completing the "Nomination Form for Board Member Selection" and the "Personal Background Information Form" for the nominated individual. Additionally, shareholders can submit any supplementary documents for the consideration of the committee.

3. Channels for Submission:

1) Email: comsec@proudrealestate.co.th. The original document must be sent to the Company by mail no later than December 31, 2026.

2) Send registered mail to:

Company Secretary Department
Proud Real Estate Public Company Limited
One City Centre, 19th Floor, No. 548 Ploenchit Road, Lumpini, Patumwan,
Bangkok, 10330

Tel: 02-035-0999

4. Consideration Process

The independent directors of the Company shall be responsible for reviewing and filtering the matters proposed by shareholders. The Nomination and Remuneration Committee of the Company will assess the list of individuals nominated by shareholders who meet the requisite qualifications before presenting it to the Board of Directors. Matters and names of individuals that receive the approval of the Board of Directors will be included in the agenda for the Annual General Meeting for the year 2027. In cases where agenda items and individuals do not receive approval from the Board of Directors, the Company shall notify the shareholders

and provide the rationale on the Company's website or through other suitable information dissemination channels by March 2027.

5. Period During Which Shareholders May Exercise Their Rights
From October 1, 2026 to December 31, 2026.

Proposal Form for Annual General Meeting Agenda
Proud Real Estate Public Company Limited
2027 Annual General Meeting of Shareholders

Date .....

I, ... a shareholder of Proud Real Estate Public Company Limited. Shareholder Registration Number.....Total Number of Shares.....
Reside at House No. .....Road.....Sub-district.....
District..... Province ..... Phone Number.....
I hereby wish to propose agenda items for consideration at the 2027 Annual General Meeting of Shareholders for the fiscal, as follows:

Agenda Items Proposed:

1. Topic: .....
   Reason for Proposal: .....
   .....
   Additional Details (if any): .....
2. Topic: .....
   Reason for Proposal: .....
   .....
   Additional Details (if any): .....

Signature .....

(.....)

Remark: The supporting documents that shareholders must attach are as follows:

1. Proof of shareholding, such as a certification letter from the Company, or other evidence from Thailand Securities Depository Co., Ltd., or the Stock Exchange of Thailand.
2. Proof of Identity:
   - In the case of individual shareholders: Attach a copy of the national identification card or passport (for foreign nationals), along with a certified signature verifying the accuracy of the copy.
   - In the case of corporate shareholders: Attach a copy of the company's certificate of incorporation and a copy of the authorized person's national identification card or passport (for foreign nationals), along with a certified signature verifying the accuracy of the copy.

Nomination Form for Board Member Selection
Proud Real Estate Public Company Limited
2027 Annual General Meeting of Shareholders

Date .....

I, ... a shareholder of Proud Real Estate Public Company Limited. Shareholder Registration Number..... Total Number of Shares.....
Reside at House No. .....Road .....Sub-district.....
District..... Province .....Phone Number.....
I hereby wish to propose the following names for consideration as board members at the 2027 Annual General Meeting of Shareholders:

1. Name .....

   Reason for Proposal .....

   Brief Personal Background:

   Date of Birth (Date/Month/Year): ..... Age ..... years
   Gender..... Number of shares held in Proud Real Estate Public Company Limited .....
   ..... Shares.

   Education:

   Institution ..... Educational Degree.....

   Institution ..... Educational Degree.....

   Institution ..... Educational Degree.....

   Work Experience:

   Company ..... Position ..... Duration .....

   Company ..... Position ..... Duration .....

   Company ..... Position ..... Duration .....

   Company ..... Position ..... Duration .....

   Current Board Positions in Other Registered Companies:

   Company .....

   Specify the type of directorship:

   ( ) Company Director ( ) Executive Director

   ( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

2. Name .....

Reason for Proposal .....

Brief Personal Background:

Date of Birth (Date/Month/Year): ..... Age ..... years
Gender..... Number of shares held in Proud Real Estate Public Company Limited .....
..... Shares.

Education:

Institution ..... Educational Degree.....

Institution ..... Educational Degree.....

Institution ..... Educational Degree.....

Work Experience:

Company ..... Position ..... Duration .....

Company ..... Position ..... Duration .....

Company ..... Position ..... Duration .....

Company ..... Position ..... Duration .....

Current Board Positions in Other Registered Companies:

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Company .....

Specify the type of directorship:

( ) Company Director ( ) Executive Director

( ) Audit Committee ( ) Others: .....

Signature .....

(.....)