

(-Translation-)

Ref: PRIME093/2025

29 August 2025

Subject: Notification of the Resolutions of the Debenture Holders' Meeting for PRIME253B No.2/2025 (Postponed) and to notify of the amendment to the terms and conditions of all 4 debenture series (by mutual agreement with the debenture holders' representative for the benefit of all debenture holders) regarding the additional operational obligations of Prime Road Power Public Company Limited.

To: President
The Stock Exchange of Thailand

Prime Road Power Public Company Limited (the “**company**”) held the Debenture Holders' Meeting No.2/2025 (Postponed) for “Debentures of Prime Road Power Public Company Limited No. 1/2023, Series 1, due in 2026, with the first extension of the maturity date and a call option for the issuer or PRIME253B” (“**PRIME253B**” or “**debenture**”) on 29 August, 2025, at 14:00 p.m. via electronically (E-meeting) and live-streamed from the Company's meeting room, 1 TP & T Tower, 16th Floor, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak, Chatuchak, Bangkok, due to the previous meeting did not constitute a quorum.

At the Debenture Holders' Meeting No.2/2025 (Postponed), there were debenture holders who attended the bondholders' meeting in person, and there were proxies from debenture holders who attended the meeting, totaling 53 shareholders, representing a total of 52,000 units of debentures, representing 65.9062% of the total outstanding debentures, which constituted a quorum in accordance with the rights requirements.

The company would like to announce the resolutions of the Debenture Holders' Meeting for PRIME253B No. 2/2025 (Postponed) as follows:

Agenda 1 Approve a waiver of the event of default under the terms and conditions, and to approve the cancellation of the declaration of an immediate maturity (Call Default) as per the letter from the Debenture Holders' Representative dated 1 August 2025. Additionally, approve the cancellation of any related actions taken by the Debenture Holders' Representative in connection concerning the event of default, as detailed below:

- a. To waive the failure of the company to repay the principal and interest of the debentures on 31 July 2025, in the amount of THB 24,841,178.77, which shall not be considered an event of default under Clause 11.1 (a) of the terms and conditions.
- b. To cancel the Debenture Holders' Representative's declaration of an immediate maturity (Call Default) as per the letter dated 1 August 2025, including the cancellation of any related actions taken by the Debenture Holders' Representative regarding the aforementioned event of default.
- c. To waive for the company's failure to repay the principal and interest of the debentures PRIME253B and PRIME253A due on 31 July 2025, where such failure constitutes a default on any debt obligation exceeding THB 300,000,000 in aggregate, due to the company's failure to repay within the specified due date, shall not be considered an event of default under Clause 11.1 (d) of the terms and conditions (Cross Default).

- d. To waive that (1) the company's failure to repay the principal and interest of the debentures PRIME253B and PRIME253A due on 31 July 2025; and/or (2) the company's proposal to the Debenture Holders' Meeting No. 2/2025 to amend the debenture repayment conditions, and/or (3) any negotiations with financial institutions or other creditors to restructure the debt, which may occur within one year from the date of the Debenture Holders' Meeting No. 2/2025 and which involves a combined debt amount exceeding THB 300,000,000, shall not be considered an event of default under Clause 11.1 (j) of the terms and conditions with the following votes:

Voting	Number (Units)	Percentage
Approved	42,300	81.1900
Disapproved	9,800	18.8099
Abstained	900	-
No Vote	0	-
Total (54 shareholders)	53,000	100.0000

- Agenda 2 Approve an amendment to partially repay the principal amount of the debentures, totaling no less than 30% of the par value per unit as of the issuance date, in accordance with the resolution approved at the Debenture Holders' Meeting No. 1/2025 (rescheduled) and as stipulated in Clause 10.1 of the terms and conditions, originally due on 31 July 2025, the payment deadline has been revised to 28 November 2025. including approval of the amendment of the terms and conditions and all relevant documents to align with this change with the following votes:

Voting	Number (Units)	Percentage
Approved	42,300	81.1900
Disapproved	9,800	18.8099
Abstained	900	-
No Vote	0	-
Total (54 shareholders)	53,000	100.0000

- Agenda 3 Approve the extension of the debenture maturity date by 8 months and 20 days, changing the redemption date from 8 March 2026 to 28 November 2026. Additionally, to approve the amendment of the terms and conditions, debenture certificates, debenture names, and all related documents to align with this change with the following votes:

Voting	Number (Units)	Percentage
Approved	42,300	81.1900
Disapproved	9,800	18.8099
Abstained	900	-
No Vote	0	-
Total (54 shareholders)	53,000	100.0000

- Agenda 4 Approve the amendment of the debenture interest rate, from 6.45 percent per annum to 6.95 percent per annum, effective from 31 July 2025 until (but not including) 28 November 2026 (the new redemption date), Additionally, to approve the amendment of the terms and conditions, the debenture certificate, and all related documents to align with this change in the interest rate with the following votes:

Voting	Number (Units)	Percentage
Approved	47,600	91.3627
Disapproved	4,500	8.6372
Abstained	900	-
No Vote	0	-
Total (54 shareholders)	53,000	100.0000

- Agenda 5 Approve the provision of security for the debenture repayment (to be added later). This security will be a mortgage registered on land under a Certificate of Utilization (Nor Sor 3) located in Bo Phloi District, Kanchanaburi Province, with a total area of 65 rai and 76 square wah and a total value of THB 7,822,800. This mortgage will be held by the Debenture Holders' Representative (for and on behalf of all debenture holders) to serve as security for the debenture repayment. Additionally, to approve the amendment of the terms and conditions, debenture certificates, debenture names, and all related documents to align with these changes. This includes approving the authorization of the Debenture Holders' Representative to perform any and all actions related to these operations with the following votes:

Voting	Number (Units)	Percentage
Approved	47,600	91.3627
Disapproved	4,500	8.6372
Abstained	900	-
No Vote	0	-
Total (54 shareholders)	53,000	100.0000

- Agenda 6 Consider the other matters (if any).

Pursuant to the resolutions of the Debenture holders' meetings of the Company for all 4 series of debentures, namely: the Debenture holders' Meeting No. 2/2025 held on 22 August 2025 for debentures PRIME253A, PRIME25DA, and PRIME25D, and the Debenture holders' Meeting No. 2/2025 (Postponed) held on 29 August 2025 for debenture PRIME253B, the debenture holders resolved to approve all agendas proposed by the company, except for the agenda relating to the provision of additional collateral for the debentures (to be provided at a later stage), which was proposed as Agenda 5 for debentures PRIME253B and PRIME253A, and as Agenda 2 for debentures PRIME25DA and PRIME25DB.

The company will proceed to amend the terms and conditions of the debentures of all 4 series (by agreement with the Debenture holders' Representative for the benefit of all debenture holders) with respect to the additional covenants of the company, with the key details as follows:

- (1) The company agrees to allocate not less than 90 percent of the proceeds received from the disposal of assets in relation to 4 solar power plant projects (whether disposed of in a single transaction or multiple transactions), for repayment of the debentures to debenture holders, on a pro rata basis according to the outstanding balance of each series of debentures. The total proceeds are approximately THB 680 million, comprising the following 4 projects:
 - BSA-08 Project, located in Sena District, Phra Nakhon Si Ayutthaya Province, with an installed capacity of 5 MW
 - LBL-05 Project, located in Lat Bua Luang District, Phra Nakhon Si Ayutthaya Province, with an installed capacity of 5 MW
 - BSA-01 Project, located in Sena District, Phra Nakhon Si Ayutthaya Province, with an installed capacity of 5 MW
 - LAK-09 Project, located in Lat Lum Kaeo District, Pathum Thani Province, with an installed capacity of 3 MW
- (2) The company agrees to allocate 90 percent of the proceeds to be received from the disposal of assets in relation to a solar power plant project in Cambodia for repayment of the debentures to debenture holders, on a pro rata basis according to the outstanding balance of each series of debentures.
- (3) The company agrees to allocate 90 percent of the remaining proceeds to be received from the disposal of ordinary shares in 7 subsidiary companies in Taiwan, which are engaged in solar power plant projects. The Company has already entered into the transaction agreements and received the first installment in January 2025. Such proceeds will be used for repayment of the debentures to debenture holders, on a pro rata basis according to the outstanding balance of each series of debentures.
- (4) The Company agrees to allocate 60 percent of the proceeds to be received from a joint venture partner, arising from the partial sale of shares in a renewable energy project under the Feed-in Tariff (FIT) scheme, for repayment of the debentures to debenture holders, on a pro rata basis according to the outstanding balance of each series of debentures.

Please be informed accordingly,

Yours sincerely,

Somprasong Panjalak

(Mr. Somprasong Panjalak)

Chief Executive Officer