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Invitation to the Annual General Meeting of Shareholders for the year 2026
Prime Road Power Public Company Limited

29 April 2026 at 13.30 hrs.

Via electronic media (E-AGM) only

Prime Road Power Public Company Limited (the "Company") has scheduled the Annual General Meeting of Shareholders for the year 2026 as electronic media (E-AGM) only. The Company kindly requests shareholders' and/or proxy holders' cooperation to study the details for the registration and preparation of documents for identity verification, attendance and voting, or consider the appointment of proxy to an independent director.

Shareholders or proxy holders can proceed with submitting an

E-request and other relevant document at

<https://fort.inventech.co.th/PRIME412922R/#/homepage>

which will be available on 22 April 2026 onwards.

Or scan the QR code



31 March 2026

Subject: Invitation to the Annual General Meeting of Shareholders for the year 2026

To: Shareholders
Prime Road Power Public Company Limited

- Enclosures
1. A copy of the Minutes of the 2025 Annual General Meeting of Shareholders
 2. Annual Report 2025 (Form 56-1 One Report) in form of QR Code
 3. Profiles of the persons who are nominated to be appointed as directors of the Company
 4. Definition and qualification of Independent Director
 5. Information on the remuneration of directors and members of sub-committees
 6. Capital Increase Report Form (F 53-4)
 7. The Company's Articles of Association in relation to Shareholders' Meeting
 8. Identity verification documents and registration guideline for the attendance of the Shareholders' Meeting via electronic media (E-AGM)
 9. Guidelines for attending Shareholders' Meeting via electronic media by INVENTECH CONNECT
 10. Privacy Notice for Director and Shareholder
 11. Proxy Forms A, Form B, and Form C
 12. List and Details of the Independent Directors proposed by the Company for the shareholders to appoint as the proxy
 13. Electronic Proxy Guide of TSD (e-Proxy Voting – TSD Investor Portal)
 14. Submission Form of Questions before attending the meeting via Electronic Media (E-AGM)

The Board of Directors of Prime Road Power Public Company Limited (the "Company") resolved to approve to convene the Annual General Meeting of Shareholders for the year 2026 on 29 April 2026 at 13.30 hrs. which will be held via Electronic Media (E-AGM) in accordance with measures, procedures and conditions of relevant laws and to determine the date to record the names of shareholders who will be entitled to attend the meeting (Record Date) which is on 27 March 2026 to consider the following agendas:

Agenda 1 Matters to be informed by the Chairman

Voting

The agenda is for acknowledgement, and thus the voting is not required.

Agenda 2 To adopt the Minutes of the 2025 Annual General Meeting of Shareholders

Fact and rationale

The Annual General Meeting of Shareholders for the year 2025 was held on 29 April 2025, which the Minutes of the 2025 Annual General Meeting of Shareholders has been distributed to all shareholders together with this invitation letter. The Company has submitted the copy of such minutes of the meeting to the Stock Exchange of Thailand (“SET”) and the Department of Business Development, Ministry of Commerce, as stipulated by law, details of which are shown in **Enclosure 1**

Opinion of the Board of Directors

The Board of Directors considered and opined that such Minutes is correctly and completely recorded, thus deemed it appropriate to be certified by the Annual General Meeting of Shareholders for the year 2026.

Voting

The resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Agenda 3 To acknowledge the report on the Company’s operating results for the year 2025

Fact and rationale

The Board of Directors prepared the report in relation to the business operating results for the year 2025 ended 31 December 2025 representing the business performance of the Company in 2025, details of which are shown in Annual Report 2025 (Form 56-1 One Report) in form of QR code, **Enclosure 2**.

Opinion of the Board of Directors

The Board of Directors including the Audit Committee considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to acknowledges the report on the Company’s operating results for the year 2025 ended on 31 December 2025.

Voting

The agenda is for acknowledgement, and thus the voting is not required.

Agenda 4 To consider and approve the consolidated Financial Statements for the year ended 31 December 2025

Fact and rationale

The Company prepared the consolidated Financial Statements for the year ended 31 December 2025 audited by the auditor of the Company, verified by the Audit Committee, and endorsed by the Board of Directors, details of which are shown in Annual Report 2025 (Form 56-1 One Report) in form of QR code which including the consolidated Financial Statement of the Company, **Enclosure 2.**

Opinion of the Board of Directors

The Board of Directors including the Audit Committee considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to approve the consolidated Financial Statements for the year ended 31 December 2025 which audited by the auditor of the Company, verified by the Audit Committee, and endorsed by the Board of Directors.

Voting

The resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Agenda 5 To consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2025

Fact and rationale

The Company has a policy to pay dividend to shareholders at least 50% of the net profit in the separate Financial Statements after the deduction of all reserves in accordance with the Articles of Association of the Company and in accordance with the laws, depending on the economic conditions, cash flow of the Company, investment plans and other considerations as the Board of Directors deems appropriate, whereby the Board of Directors is authorized to consider. However, the Board of Directors' resolution approving the dividend payment shall be proposed to the Shareholders' Meeting for the approval, except for the interim dividend payment in which the Board of Directors is authorized to approve the interim dividend payment and then such payment shall be informed to the shareholders at the subsequent Shareholders' Meeting.

However, as appeared in the separate Financial Statements for the year 2025 ended 31 December 2025, the Company has a net loss of Baht 56.905 and an accumulated deficit of Baht 778.508 The Company, therefore, is unable to appropriate the net profit as legal reserve and unable to make the dividend payment for the operation results of the year 2025 to the shareholders according to the laws and the Articles of Association of the Company.

Opinion of the Board of Directors

The Board of Directors considered and deemed it appropriate to propose the Annual General Meeting of Shareholders for the year 2026 to approve the non-dividend payment and non-allocation of net profit as legal reserve for the operating results of the year 2025.

Voting

The resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Agenda 6 To consider and approve the nomination of directors in place of those who retire by rotation

Fact and rationale

According to Article 15. of the Articles of Association of the Company, it specifies that “At every Annual General Meeting of the Shareholders, one-third of the directors shall retire. If the number of directors is not multiple of three, the number of directors closest to one-third shall retire. The directors retiring from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held office the longest shall retire. The director retiring by rotation may be re-elected.” For this Annual General Meeting of Shareholders, there are 3 directors who will be retired by rotation as follows;

- 1) Mr. Surachet Chaipatamanont Vice Chairman
- 2) Air Chief Marshal Surasak Meemanee Chairman of the Nomination and Remuneration Committee / Independent Director / Member of Audit Committee
- 3) Mrs. Wipaporn Chairatana Chairman of Audit Committee / Independent Director / Member of the Nomination and Remuneration Committee

The Company had provided the opportunity to the shareholders to propose the name of persons for consideration to be elected as directors of the Company at the Annual General Meeting of Shareholders for the year 2026 published through the Company’s website and the communication channels of SET from 15 November 2025 to 30 December 2025 in accordance with the principle of good corporate governance for listed companies, however, there was no shareholder proposing the name of persons for consideration to be elected as directors of the Company.

The Nomination and Remuneration Committee and the Board of Directors considered and screened qualifications, experience, capabilities and expertise of the directors who retired by rotation, and opined that these 3 directors are equipped with knowledge, expertise and experience those are beneficial and suitable for the Company’s business operation, and fully qualified according to the Public Limited Company Act and have no prohibited characteristics to be appointed as directors in accordance with the regulations of the Securities and Exchange Commission (“SEC”). Thus, it is appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to considers and approves the re-election

of 3 directors who retired by rotation to be the Directors for another term. The Board of Directors considered and opined that the persons proposed to be re-elected as the independent directors would be able to express opinions independently and qualified in accordance with relevant criteria regarding the Independent Director.

The profile of directors who retired by rotation and have been proposed for re-election as directors for another term, including definition and qualifications of Independent Director of the Company are shown in **Enclosure 3 and Enclosure 4** respectively.

Opinion of the Board of Directors

The Board of Directors including the Nomination and Remuneration Committee considered and deemed it appropriate to propose that the Annual General Meeting of Shareholders for the year 2026 to approve the re-election of the 3 directors who retired by rotation to be the Directors and Sub-committees of the Company for another term, namely;

1. Mr. Surachet Chaipatamanont Vice Chairman
2. Air Chief Marshal Surasak Meemanee Chairman of the Nomination and Remuneration Committee / Independent Director / Member of Audit Committee
3. Mrs. Wipaporn Chairatana Chairman of Audit Committee / Independent Director / Member of the Nomination and Remuneration Committee

Voting

The resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Agenda 7 To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026

Fact and rationale

The Nomination and Remuneration Committee considered and determined the remuneration of Directors and sub-committees for the year 2026 by taking into account the responsibilities and performance of the Directors and each sub-committees, business expansion and operating results of the reference data comparing to the other companies with similar industry, business size and nature of business. As a result, the Nomination and Remuneration Committee deemed appropriate to propose to the Board of Directors to endorse and propose to the Annual General Meeting of Shareholders for the year 2026 to approve the remuneration of Directors and sub-committees for the year 2026 in the aggregate amount not exceeding Baht 4,000,000 per year, effective from the calendar year 2026 until the shareholders resolve to adjust otherwise, The said amount shall also cover the remuneration of any additional sub-committees that may be established during the year 2026 details of which are shown in **Enclosure 5**.

In this regard, the Board of Directors shall be authorized to specify and allocate the remuneration including the other benefits to the Director and each sub-committees member at present or in the future which might be established as appropriate, provided that the remuneration shall be in accordance with the principles and policies which determined by the Board of Directors according to the assigned roles and responsibilities including the operating results of the Company and performance of the each Director.

Opinion of the Board of Directors

The Board of Directors including the Nomination and Remuneration Committee considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to approve the determination of the remuneration of Directors and sub-committees for the year 2026 as mentioned above.

Voting

The resolution for this agenda shall be approved by not less than two-thirds of vote of the shareholders present at the meeting.

Agenda 8 To consider and approve the appointment of the auditor for the year 2026 and the determination of audit fee

Fact and rationale

To comply with the Public Limited Company Act and Articles of Association of the Company, which stipulated that an Annual General Meeting of the Shareholders shall appoint the auditor and determine the audit fee to audit and express an opinion on the Company's Financial Statements in compliance with financial reporting standards.

Opinion of the Audit Committee

In 2025, the Company engaged KPMG Phoomchai Audit Ltd. ("KPMG") for audit services at a fee of 1,900,000 Baht. The Audit Committee has considered and compared proposals from various audit firms and deemed it appropriate to resolve that auditors from KPMG be the auditors of the Company for the year 2026 as KPMG has a proven record of standardized work processes recognized by the leading companies in Thailand, strong auditing experience and expertise, a good understanding of the Company's business and audit fees appropriate for the amount of work and comparable to the rates applied to other listed companies of the same level. The Audit Committee thus deemed it appropriate to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the appointment of Ms. Marisa Tharathornbunpakul, Certified Public Accountant Registration No. 5752, or Ms. Thanyalux Keadkeaw, Certified Public Accountant Registration No. 8179, or Mrs. Sasithorn Pongadisak, Certified Public Accountant Registration No. 8802, Mr. Udomsak

Busaraniphan, Certified Public Accountant Registration No. 10331 as the auditor of the Company for the year 2026 (proposed year). The Audit Committee also proposed the annual and quarterly audit fees of 1,900,000 Baht, excluding other service fees and the audit fee of subsidiaries and associate companies.

Opinion of the Board of Directors

The Board of Directors has considered and approved, as proposed by the Audit Committee, that it is appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the appointment of the auditors from KPMG to be the auditors of the Company and fix the audit fees for the year 2026 with details as follows:

Name of Auditor	CPA no.	Number of years the auditor has signed to certify the Company's Financial Statements in the past 7 years.
1. Ms. Marisa Tharathornbunpakul	CPA (Thailand) No. 5752 or	1 year (Sign the Financial Statements for the year 2025)
2. Ms. Thanyalux Keadkeaw	CPA (Thailand) No. 8179 or	-
3. Mrs. Sasithorn Pongadisak	CPA (Thailand) No. 8802 or	-
4. Mr. Udomsak Busaraniphan	CPA (Thailand) No. 10331	-

It is noted that all of 4 auditors named above neither have relationship with, nor any interest in, the Company, its subsidiaries, management, major shareholders or their respective related persons. Therefore, they are independent to audit and express their opinions for the Company's Financial Statement. Moreover, the above-named auditors have not performed his/her duties on auditing the Financial Statements of the Company for more than the period specified by relevant announcements. In this regard, KPMG is proposed to be auditors for the year 2026 of certain domestic subsidiaries, associates, and joint ventures of the Company

In the case where the above auditors cannot perform their duties, KPMG is required to provide other licensed auditors in place for the Company and the determination of audit fee for the year 2026 to be at the amount of Baht 1,900,000 as per the following details:

Details	2026 (Proposed year)	2025	Increase/(Decrease)
Annual Audit Fee	Baht 1,300,000	Baht 1,300,000	-
Quarterly Audit Fee	Baht 600,000	Baht 600,000	-
Total Audit Fee	Baht 1,900,000	Baht 1,900,000	-
Non-audit Fee	Based on actual amount	Based on actual amount	-

Such audit fee excludes other service fees and the audit fee of subsidiaries and associate companies.

In addition, it is proposed to authorize the Management authorizes to appoint the auditor and determine the audit fee for the review and audit of the financial statements of the Company's subsidiaries, associates and joint ventures. In this regard, the Board of Directors will supervise and monitor the process to ensure that the financial statements are prepared within the timeframe prescribed by the relevant laws and regulations.

The Board of Directors including the Audit Committee considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 to approve the followings:

1. The appointment of auditors from KPMG to be the Company's auditors and appoint one of the auditors as auditor in charge for the audit and express his/her opinions on the Financial Statement of the Company for the year 2026, namely;
 1. Ms. Marisa Tharathornbunpakul CPA (Thailand) No. 5752 or;
 2. Ms. Thanyalux Keadkeaw CPA (Thailand) No. 8179 or;
 3. Mrs. Sasithorn Pongadisak CPA (Thailand) No. 8802 or;
 4. Mr. Udomsak Busaraniphan CPA (Thailand) No. 10331
2. The determination of audit fee for the year 2026 to be at the amount of Baht 1,900,000 excluding other service fees and the audit fee of subsidiaries and associate companies;
3. The authorization for the Management authorized by the Board of Directors to appoint the auditor and determine the audit fee for reviewing and auditing the Financial Statement of subsidiaries, associate companies and joint ventures.

Voting

The resolution for this agenda shall be approved by a majority of votes of the shareholders present at the meeting and casting their votes.

Agenda 9 To consider and approve the reduction of the Company's registered capital, the amendment to Article 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and the authorization to perform all related matters as appropriate

Following upon the resolution of the Annual General Meeting of Shareholders for the year 2025 which approved the offering of newly issued the original shares through General Mandate at the amount of 2,550,514,485 shares. The allocation period will be due on the Annual General Meeting of

Shareholders for the year 2026, whereby the Company has not proceeded with the allocation of the above-mentioned capital increase shares.

The Board of Directors' meeting No. 2/2026 held on 27 February 2026 approved to proposed to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the reduction of the Company's registered capital from Baht 6,805,000,000 to Baht 4,254,485,515 by cancelling the Company's 2,551,514,485 authorized but unissued shares, with a par value of Baht 1 per share reserved for the capital increase through General Mandate which will be due on the Annual General Meeting of Shareholders for the year 2026.

In addition, the Board of Directors' meeting has approved and proposed to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the amendment to Article 4. of the Memorandum of Association to be in accordance with the decrease of the Company's registered capital. The old content will be repealed and replaced by the new content as follows:

Article 4. Registered Capital	: Baht 4,254,485,515	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Baht)
Divide in to	: 4,254,485,515 shares	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Shares)
Per Par Value Per Share	: Baht 1	(One Baht)
Categorized Into		
Ordinary Shares	: 4,254,485,515 shares	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Shares)
Preferred Shares	: -None-	-

In this regard, the Board of Directors' meeting approved to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve to authorize the Chief Executive Officer ("CEO") or other person assigned by the CEO to consider performing any actions in relation to the decrease of the Company's registered capital and undertake any relevant and necessary acts as follows:

1. To sign in any applications or documents in relevant to a registration and a submission of related applications at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the Office of the Securities and Exchange Commission ("SEC") and the Stock Exchange of Thailand ("SET");

2. To register an amendment or add wordings in relevant documents that needs to be registered at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the SEC and SET;
3. To undertake any relevant and necessary acts as deem appropriate in compliance with the laws, regulations and interpretation of relevant government offices including the instructions and orders of registrar and government officer.

Board of Directors' Opinion

The Board of Directors considered and deemed it appropriate to propose the Annual General Meeting of Shareholders for the year 2026 to consider and approve the decrease of the Company's registered capital, the amendment to Article 4. of the Memorandum of Association to be in accordance with the decrease of the Company's registered capital and the authorization to undertake any relevant actions in accordance with all matters as the aforementioned.

Voting

The resolution for this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders present at the meeting and casting their votes.

Agenda 10 To consider and approve the increase of the Company's registered capital to reserve for the capital increase under General Mandate and approve the amendment of the Article 4. of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters as appropriate

Fact and rationale

To increase the flexibility and speed in raising capital in the event that the Company needs to use capital increase and enable the Company to have a source of funds that is ready for investment or business expansion in the future timely and help strengthen liquidity and financial structure to be stronger and more stable. This will bring benefits to the Company and help create long-term shareholder returns. Therefore, the Board of Directors' meeting No. 2/2026 held on 27 February 2026 approved to propose to the Annual General Meeting of Shareholders for the year 2026 to approve the increase of the registered capital from the registered capital of Baht 4,254,485,515 (according to the approval of the Shareholders' Meeting to decrease the Company's registered capital by cancelling the authorized but unissued shares in Agenda 9) to Baht 6,807,000,000 by issuing 2,552,514,485 newly issued ordinary shares at the par value of Baht 1 per share to reserve for the capital increase under General Mandate at the amount of 2,552,514,485 shares at the par value of Baht 1 per share, offer to the existing shareholders in accordance with their shareholding proportion, offer to the public, and offer to the specific investors under a Private Placement

scheme. The details of the objectives of the capital increase, proceeds utilization plan, and the authorization to offering newly issued ordinary shares from the capital increase under General Mandate are shown in Capital Increase Report Form (F 53-4), **Enclosure 6**.

In addition, the Board of Directors' meeting approved to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the amendment to Article 4. of the Memorandum of Association to be in accordance with the capital increase. The old content will be repealed and replaced by the new content as follows:

Article 4. Registered Capital	: Baht 6,807,000,000	(Six Billion Eight Hundred Seven Million Baht)
Divide in to	: 6,807,000,000 shares	(Six Billion Eight Hundred Seven Million Shares)
Per Par Value Per Share	: Baht 1	(One Baht)
Categorized Into		
Ordinary Shares	: 6,807,000,000 shares	(Six Billion Eight Hundred Seven Million Shares)
Preferred Shares	: -None-	-

In this regard, the Board of Directors' meeting approved to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve to authorize the Chief Executive Officer ("CEO") or other person assigned by the CEO to consider performing any actions in relation to the increase of the Company's registered capital and undertake any relevant and necessary acts as follows:

1. To sign in any applications or documents in relevant to a registration and a submission of related applications at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the Office of the Securities and Exchange Commission ("SEC") and the Stock Exchange of Thailand ("SET");
2. To register an amendment or add wordings in relevant documents that needs to be registered at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the SEC and SET;
3. To undertake any relevant and necessary acts as deem appropriate in compliance with the laws, regulations and interpretation of relevant government offices including the instructions and orders of registrar and government officer.

The registration of the capital increase of the Company under this agenda will be executed after the reduction of the Company's registered capital according to the Agenda 9 is registered with the Ministry of Commerce.

Board of Directors' Opinion

The Board of Directors considered and deemed it appropriate to propose the Annual General Meeting of Shareholders for the year 2026 to consider and approve the increase of the Company's registered capital the amendment of Article 4. of the Memorandum of Association regarding registered capital, number of shares and par value to be in accordance with the increase of the registered capital and the authorization to undertake any relevant actions in accordance with all matters as the aforementioned.

Voting

The resolution for this agenda shall be approved by not less than three-fourths of the total number of votes of the shareholders present at the meeting and casting their votes.

Agenda 11 To consider and approve the allocation of newly issued ordinary shares

Fact and rationale

The Board of Directors' meeting No. 2/2026 held on 27 February 2026 approved to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the increase of the registered capital of the Company to be Baht 6,807,000,000 by issuing 2,552,514,485 newly issued ordinary shares at the par value of Baht 1 per share according to Agenda 10 above, the Board of Directors' meeting approved to propose to the Annual General Meeting of Shareholders for the year 2026 to consider and approve the allocation of newly issued ordinary shares at the amount of 2,552,514,485 shares at the par value of Baht 1 per share. The detail of allocation are as follows:

1. The allocation to be the capital increase shares under General Mandate in the amount of not exceeding 2,552,514,485 shares details as follows:
 - (1) Not exceeding 1,276,345,654 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to existing shareholders of the Company in proportion to their shareholding (Right Offering: RO). This is equal to 30% (not exceeding 30%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.
 - (2) Not exceeding 850,720,280 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to the public (Public Offering: PO). This is equal to 20% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

- (3) Not exceeding 425,448,551 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to specific investors under a Private Placement scheme (Private Placement: PP). This is equal to 10% (not exceeding 10%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

Remark: The paid-up capital as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate is equal to Baht 4,254,485,515

The newly issued ordinary shall not be allocated to the connected persons under the Announcement of the Capital Market Supervisory Board No. Tor Chor. 21/2551 regarding Rules on Connected Transactions and the Announcement of the Board of Governors of Stock Exchange of Thailand regarding Disclosure of Information and Other Acts of Listed Companies concerning the Connected Transaction B.E. 2546. Whereby the offering price shall not be a price below the market price pursuant to the Capital Market Supervisory Board Announcement concerning the Application for and Granting of Permission to Offer Newly Issued Shares to public offering or private placement. In this regard, the determination of offering price to be offered to the private placement shall be the best price under the market conditions during the offer for sale of shares, whereby the offering price shall not be lower than 90 percent of market price in accordance with the Capital Market Supervisory Board No. TorChor. 28/2565 regarding Approval of Offer for Sale of Newly-Issued Shares by Listed Companies in a Private Placement dated 28 December 2022 (as amended), “market price” means the weight average of the Company’s ordinary shares price trading on SET for 7 – 15 consecutive trading days prior to the date of determined offering price.

In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended 31 December 2025, the Company may determine the offering price of the newly issued ordinary shares lower than the par value of the Company, but not less than Baht 0.01 per share. The Company must comply with Section 52 of the Public Limited Company Act which stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value but must be approved by the Shareholders' Meeting and with a definite discount rate.

In allocating the newly issued ordinary shares by any or all of the methods under (1), (2), and (3) the allocated number shall not exceed 1,276,345,654 shares or equal to 30% (not exceeding 30%) of the current paid-up capital of the Company as at the date on

which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

Nevertheless, in the case of the allocation in accordance with the methods under (2) or (3), the increased paid-up capital shall not exceed 850,720,280 shares or equal to 20% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

In this regard, the Board of Directors' meeting approved to propose to the Annual General Meeting of Shareholders for the year 2026 to approve to authorize the Board of Directors to determine any other details necessary and relevant to the allocation of the newly issued ordinary shares, which include but not limited to the following;

- 1) Considering and determining details of the allocation of newly issued ordinary shares, such as the offering price, number of allocation of the newly issued ordinary shares, offering period, payment of share offering price, whether single or sequential allocation as well as other terms and conditions in relation to the allocation of such newly issued ordinary shares.
- 2) Negotiating, agreeing, entering into and signing any agreements and/or documents necessary and relevant to the allocation of such newly issued ordinary shares.
- 3) Signing applications, waivers, notices and any necessary documents relating to the allocation of such newly issued ordinary shares, as well as contact and submission of application for permission or requesting a waiver, document, evidence to the government agency or the relevant authority and listing such newly issued ordinary shares on SET.
- 4) Undertaking any necessary and relevant acts regarding the allocation of the newly issued ordinary shares.

Opinion of the Board of Directors

The Board of Directors considered and deemed the capital increase necessary and appropriate and proposed the Annual General Meeting of Shareholders for the year 2026 to approve the allocation of newly issued ordinary shares in accordance with all matters as the aforementioned.

Voting

The resolution for this agenda shall be approved by a majority of votes of the shareholders present at the meeting and casting their votes.

Agenda 12 To consider other matters (if any)

The Company has published the notice of the Annual General Meeting of Shareholders for the year 2026 as well as the enclosure on the Company's website at <https://primeroadpower.com/> since 31 March 2026. Therefore, the Company hereby invites all shareholders to attend Annual General Meeting of Shareholders for the year 2026 on 29 April 2026 at 13.30 hrs. The meeting will be held via Electronic Media (E-AGM) in pursuant to the Emergency Decree on Electronic Meeting B.E. 2563 (2020). The Company will conduct the Shareholders' Meeting according to the Company's Articles of Association regarding Procedures, Process and Vote Casting for the Shareholders' Meeting, details of which are shown in **Enclosure 7**.

The Company would like to seek the cooperation from the shareholders and/or proxies to study the conditions, the registration process, the preparation of identity documents as well as the voting process and vote counting procedures as well as required identity verification and process to attend the Shareholders' Meeting for the year 2026 via Electronic Media (E-AGM) including the Privacy Notice for Director and Shareholder details of which are shown in **Enclosure 8, 9, and 10**. In this regard, the shareholders may appoint the Independent Directors of the Company, as the proxy to attend the meeting and cast the votes on the shareholder's behalf, details are shown in **Enclosure 11 and 12**. Alternatively, shareholders may submit an electronic proxy (e-Proxy Voting) via the Investor Portal (IVP) at <http://ivp.tsd.co.th/>, with guidelines detailed in the user manual in **Enclosure 13**. In the case of the shareholders wish to submit questions in advance of the meeting date, please submit questions as per the Submission Form of Questions before attending the Annual General Meeting of Shareholders via Electronic Media (E-AGM) which are shown in **Enclosure 14**. The Company will open for the registration to attend the Shareholders' Meeting 22 April 2026 at 8:30 a.m. until the meeting is closed.

Yours sincerely

-Somprasong Panjalak-

(Mr. Somprasong Panjalak)

Chairman of the Board of Directors

(Translation)

Minutes of the Annual General Meeting of Shareholder for year 2025
of
Prime Road Power Public Company Limited

Time and Place

Prime Road Power Public Company Limited (the “Company”) held the Annual General Meeting of Shareholders for the year 2025 on 29 April 2025 at 13.00 hrs. via Electronic Media (E-AGM) at the head office of the Company, No. 1 TP&T Tower, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok in accordance with measures, procedures and conditions on related laws.

Quorum

At 13.07 hrs., there were shareholders attending the meeting at the meeting opening time as follows:

Shareholders attending the meeting in person	4 persons	Total shares	1,233,205,513 shares
Proxies attend the meeting on their behalf	31 persons	Total shares	1,896,167,056 shares
Total	35 persons	Total number of shares	3,129,372,569 shares

Shareholders attending the meeting in persons and by proxy equal to 73.5546 % of the total number of shares of the Company which are issued and paid up in the amount of 4,254,485,515 shares of the Company, thus constituting a quorum in accordance with the Article of Association of the Company which require the shareholder and proxy to attend the meeting of no less than 25 person or no less than half of the all shareholders and shall hold the shares in total of no less than one- third of the total issued shares.

Directors attending the meeting

1. Mr. Somprasong Panjalak Chairman / Chief Executive Officer
2. Mr. Surachet Chaipatamanont Vice Chairman / Chief Financial Officer
3. Mrs. Wipaporn Chairatana Independent Director / Chairman of Audit Committee /
Member of the Nomination and Remuneration Committee
4. Air Chief Marshal Surasak Meemanee Independent Director / Member of Audit Committee /
Chairman of the Nomination and Remuneration Committee
5. Mr. Apichart Pumsook Independent Director / Member of Audit Committee /
Member of the Nomination and Remuneration Committee
6. Mr. A Sachdev Independent Director

In the Annual General Meeting of Shareholders for the year 2025, 6 out of 6 directors attended the meeting, representing 100 % of the total number of directors.

Executives attending the meeting via electronic media

1. Mr. Piyasak Chotipruk Corporate Affair Executive Vice President

Auditor's Representatives, PricewaterhouseCoopers ABAS Company Limited attending the meeting

1. Ms. Waraporn Worathitikul

Commencement of the Meeting

Ms. Yada Likittirungruang who acted as the moderator of the meeting (“Moderator”) welcomed and thanked the shareholders and attendees for attending the Annual General Meeting of Shareholders for the year 2025 and clarified the preliminary information of the Company.

This Annual General Meeting of Shareholders for the year 2025 is held in electronic form (E-AGM) in pursuant to the Emergency Decree on Electronic Meeting B.E. 2563 (2020) and Notification of Ministry of Digital Economy and Society re: standards for maintaining security of meetings via electronic media B.E. 2563 (2020). In this instance, the Company utilized the electronic meeting system provided by Inventech Systems (Thailand) Company Limited, an E-AGM system service provider with expertise and certified by relevant authorities. Additionally, the Company has recorded the meeting's visual and audio in form of video accordance with legal criteria and the Company's privacy policy for the purpose of recording and preparing minutes of meeting, managing meetings, and conducting shareholder meetings in compliance with legal requirements.

To ensure that the meeting is conducted in accordance with good corporate governance principles for voting at the meeting, the Moderator informed of the voting procedures and the counting of votes as follows:

1. The meeting will consider matters in the order of the agenda specified in the meeting invitation letter. Information will be presented in each agenda and provide opportunities for shareholders to ask questions before voting. The voting result will be declared to the meeting when the counting of votes for that agenda is completed.
2. In voting at a meeting, all shareholders will have vote equal to the number of shares they hold by counting 1 share per 1 vote.
3. In voting counting of the voting results in each agenda, the votes of the shareholders who attended the meeting and the votes of shareholders who appoint proxy will be counted via electronic media. If the grantor does not specify the intention to vote in any agenda, proxies will be able to vote for that agenda as they see fit.
4. Shareholders and/or proxies will have the right to vote: Approve, Disapprove, or Abstain in each agenda in one choice only, except for shareholders who are Custodians can split their votes.
5. For counting the results of the vote, it is divided into 3 types:

- (1) Agenda that must be approved by a majority vote of the shareholders who attend the meeting and cast the vote. The votes base will be calculated by counting only the votes of the shareholders who vote "Approve" or "Disapprove" and Voided Ballot, but not counting the votes of the shareholders who vote "Abstain".
 - (2) Agenda that must be approved with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting. The votes base will be calculated by counting the votes of all shareholders present at the meeting who vote "Approve", "Disapprove", "Abstain" and Voided Ballot.
 - (3) Agenda that must be approved with a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and eligible to vote. The votes base will be calculated by counting the votes of all shareholders attending the meeting and eligible to vote "Approve", "Disapprove", "Abstain" and Voided Ballot.
6. When entering the meeting on the main page, the system will display the live meeting screen. On the left side will display live broadcast of the meeting and on the right side will display voting menu and asking questions (e-Voting).
 7. To vote, shareholders and/or proxies may select the agenda which desire to vote on, after that, press the "Vote" button, the system will display a box for voting in 3 types, including "Approve", "Disapprove" or "Abstain". For shareholders or proxies of more than one shareholder, the system will display all names of those who have been granted a proxy and voting will be done separately for each person.
 8. To change the vote, please press the "Cancel Vote" button and re-cast the vote as desired again. Voting can be amended until there is a notification of the closing of voting on that agenda. In the case that the agenda has already been closed for voting, it will not be able to vote or change the vote again.
 9. The Company will provide the voting time to shareholders to cast the vote approximately 1 minute. During the opening of voting for each agenda, if the shareholders and/or proxies do not cast the vote on that agenda, it shall be deemed that the shareholders and/or proxies approve that agenda and when the voting time for each agenda are closed, the results of that agenda will be announced to the meeting.
 10. In the case of a proxy received from many shareholders by using the same email and telephone number to verify the identification of the proxy. The system will combine the names of those granting proxies in the same user account, except the email and phone numbers to verify the identification are different, the system will not combine the names of the shareholder who grant a proxy but it will be used as a separate user account. To access other accounts, press the menu "User Account" and press the "Change Account" to access the accounts of other shareholder who grant a proxy by changing accounts and the system will not remove votes from the meeting database.

11. In the case that shareholders and/or proxies leave from the quorum before closing time of voting on any agenda, the votes of shareholders and/or proxies will not be counted as a quorum for such agenda and votes will not be counted for the remaining agenda. However, leaving the quorum in any agenda will not disqualify the rights of shareholders or proxies to return to attend the meeting or vote on agenda that have not yet been processed in the system.

12. In the case of shareholders who have sent a proxy form together with the votes in advance, the Company has already recorded the votes in the system.

13. At the Annual General Meeting of Shareholders for the year 2025,

Agenda 1 is an agenda for acknowledgment.

Agenda 2 is an agenda to adopt.

Agenda 3 is an agenda for acknowledgment.

Agenda 4-11 is an agenda for approval.

In the agenda 1 and 3, there will be no voting since these agendas are to acknowledge the matters to be informed by the Chairman and to acknowledge the Company's performance for the year 2024.

For Agenda 6, which is an agenda to consider and approve the nomination of directors in place of those who retire by rotation. The meeting shall consider electing individual directors with transparency by using the same voting guidelines as described above.

14. Voting on the proxy form that has been delivered to the Company by making multiple marks in one ballot or voting with contrary intentions, except in the case of Custodian, are considered void or invalid which the Company will not count as the vote for that agenda.

The number of shareholders' votes in each agenda may not be equal: This is due to the gradual attendance of shareholders and proxies who is not attend the meeting in time, the vote of shareholders and proxies will be calculated only on the agenda being attended by the shareholders and proxies or the agenda that is in progress and the agenda has not yet been conducted, therefore, the number of attendees in each agenda may change and may not be the same.

Before voting on each agenda: The Company will give meeting attendees the opportunity to ask questions, or express opinions on the issues related to that agenda as appropriate, approximately 1 minute and will answer questions related to the agenda that is proposed for the vote on that agenda. In case a large number of questions sent into the system or in case the questions do not relevant to the agenda presenting, the Company reserves the right to consider as appropriate in selecting only questions related to the agenda or answer the questions at the end of the meeting or clarify the answer on the Company's website.

In addition, the Company provides opportunities for shareholders to propose the question to the Annual General Meeting of Shareholders for the year 2025 in advance from 15 November 2024 to 28 April 2025 in order to promote good corporate governance, however, no shareholder is proposing the question in advance to the Company.

15. **Vote announcement:** The Company will display and inform the voting results of the meeting agenda to the meeting before commencing the consideration of the next agenda.

16. If there is a system failure during the meeting, the attendees will receive an email to return to the meeting via the backup system.

In addition, the Moderator informed the procedures for asking questions through the Inventech Connect system as follows:

The meeting attendees who desire to inquire or express their opinions can be sent in 2 methods, i.e. asking questions via visual and audio (VDO conference) and asking via text message.

For asking questions via visual and audio (VDO conference), please press the button. “Question via visual and audio” then press “OK” to confirm the queue reservation. The Company will notify the names-surname of the attendees who have the right to ask questions, then please turn on your microphone and camera. Before meeting attendees ask questions, please inform name-surname and status which are a shareholder or proxy before asking questions every time so that the Company can record the minutes of meeting correctly and completely.

In this regard, the Company reserves the right to cut off the visual and audio of attendees who ask questions or express opinions impolitely, or insulting others, or violate any law, including violating the rights of other people, or disrupting the meeting, or cause distress to other meeting attendees.

For asking questions via text message, can be typed the desired question, then press the “Send Question” button.

After that, Mr. Somprasong Panjalak, Chairman of the Board, who acts as the chairman of the meeting (“Chairman”), informed the meeting that, in order to promote good corporate governance and to treat all shareholders equally, the Company provides opportunities for shareholders to propose agenda to the Board of Directors to consider to include such agenda to the meeting agendas of the Annual General Meeting of Shareholders for the year 2025 in advance from 15 November 2024 to 31 December 2024, in which the Company has notified the shareholders through the communication channels of the Stock Exchange of Thailand and the Company's website but it appears that there is no shareholder proposing the meeting agenda to the Company. After that, the Chairman gave the opening statement to the Annual General Meeting of Shareholders for the year 2025 of the Company and proceeded the meeting in accordance with the agendas of the meeting

as appeared in the invitation letter of the Annual General Meeting of Shareholders for the year 2025 of the Company as follows:

Agenda 1 Matters to be informed by the Chairman

Mr. Somprasong Panjalak, Chairman, informed the meeting that The Company places importance on conducting its business in accordance with good corporate governance principles. In 2024, the Company was awarded an “Excellent” Corporate Governance Scoring, represented by a 5-star symbol, by the Thai Institute of Directors Association (IOD). It was also the first year that the Company received a “BBB” rating in the SET ESG Ratings assessment. Furthermore, in early April 2025, the Company was certified for the first time as a member of the Private Sector Collective Action against Corruption (CAC).

The meeting acknowledged.

Agenda 2 To adopt the Minutes of the 2024 Annual General Meeting of Shareholders

The Moderator asked the meeting to adopt the minutes of the Annual General Meeting of Shareholders of the year 2024 held on 30 April 2024 in which a copy of the minutes of meeting has been sent together with the Invitation to the Annual General Meeting of Shareholders for the year 2028 (Enclosure 1). The Company has already sent a copy of such minutes of the meeting to the Stock Exchange of Thailand as required by law as well as published such minutes of the meeting on the Company's website.

The Moderator summarized the opinion of the Board of Directors which considered and opined that such minutes is correctly and completely recorded, thus deemed it appropriate to be adopted by the Shareholders' Meeting.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to adopt the Minutes of the Annual General Meeting of Shareholders of the year 2024.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be adopted by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to adopt the Minutes of the Annual General Meeting of Shareholders of the year 2024 as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,132,132,594	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (37 shareholders)	3,132,132,594	100.0000

Remark

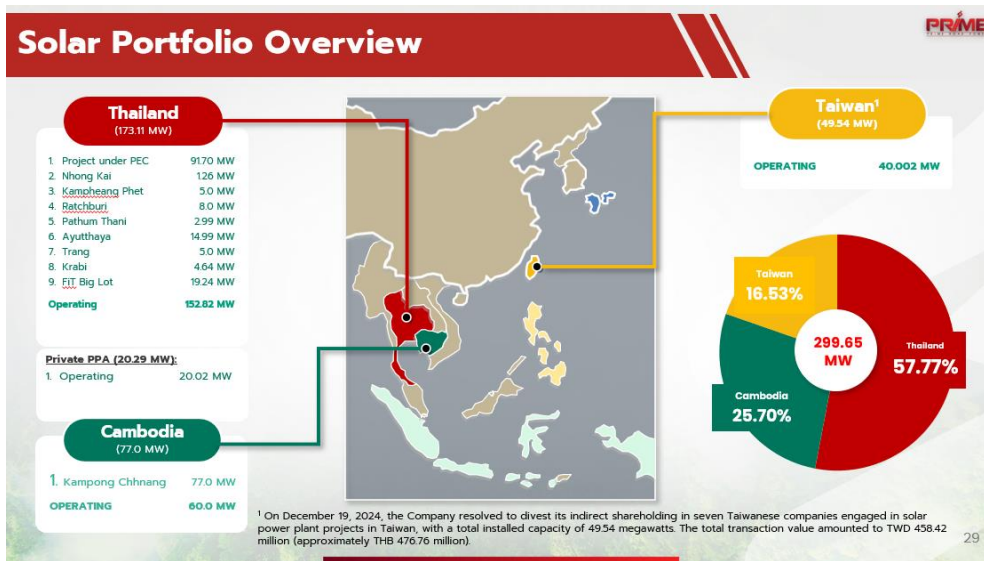
1. This agenda excluded “Abstained” as the base for counting vote.
2. There was additional 2 shareholder holding 2,760,025 shares attending this agenda. The total numbers of shareholders who attend this meeting was 37 shareholders holding altogether 3,132,132,594 shares

Agenda 3 To acknowledge the report on the Company’s operating results for the year 2024

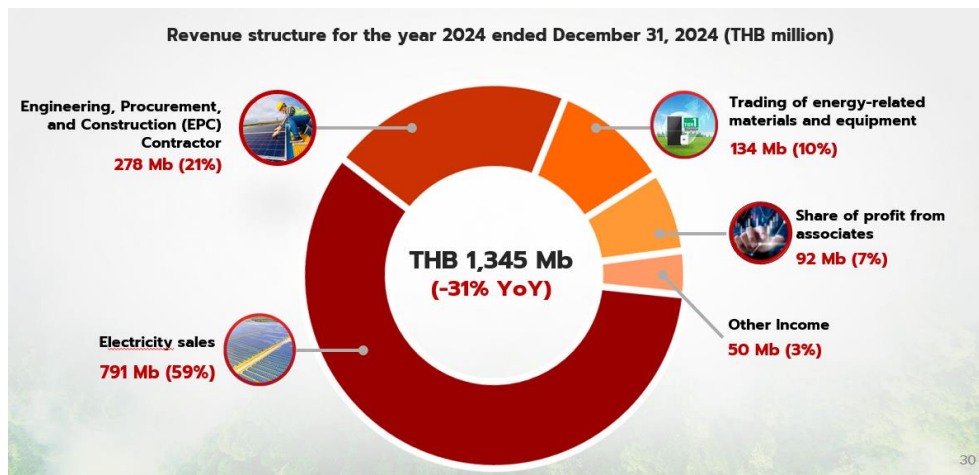
The Moderator informed the shareholders meeting that this agenda is agenda to report on the Company’s operating results for the year 2024 ended in 31 December 2024 which the Company has already sent the Annual Report 2024 (Form 56-1 One Report) to the shareholders together with the Invitation to the Annual General Meeting of Shareholders for the year 2025 (Enclosure 2) and invite Mr. Somprasong Panjalak as a Chief Executive Officer and Mr. Surachet Chaipatamanont as a Chief Financial Officer to report the business performance of the Company in 2024.

Mr. Somprasong Panjalak, Chairman, informed the meeting that the Company has been listed on the Stock Exchange of Thailand in the Resource Industry Group, Energy and Utilities Business Sector. Currently, the Company has a total installed capacity of 299.65 MW, divided into (1) 279.36 MW installed capacity of solar farm and solar rooftop in Power Purchase Agreement with government sector program and (2) 20.29 MW installed capacity of solar rooftop in Power Purchase Agreement between private sector (Private PPA) program.

All of the Company’s solar power plants have entered into Power Purchase Agreements (PPA) with government agencies of countries in the Asia-Pacific region. The Company’s power plants are located in Thailand, Taiwan, and Cambodia. The majority of the Company’s electricity generation capacity is based in Thailand, accounting for 58%. In addition, the Company has generation capacity in other countries, namely Cambodia at 26% and Taiwan at 16%.



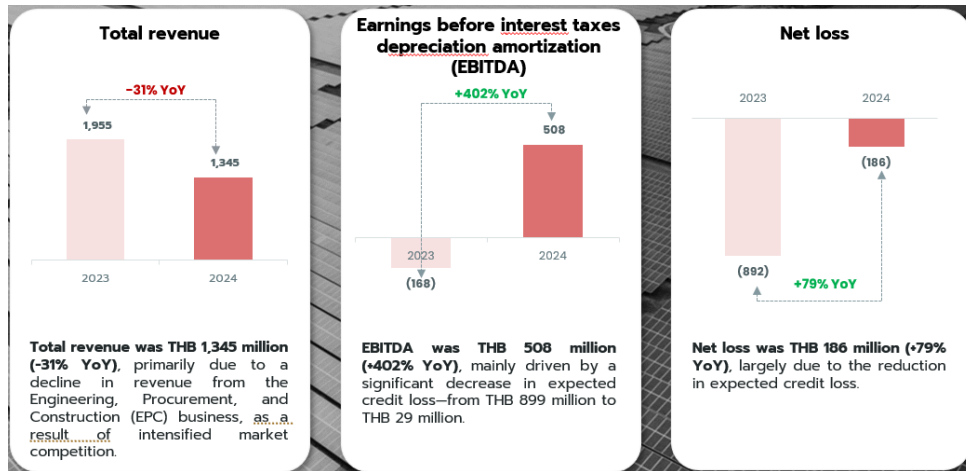
Mr. Surachet Chaipatamanont, Chief Financial Officer reported the operating results according to the Management Discussion and Analysis (MD&A), which can be summarized as follows:



In 2024, the Company had total revenue of 1,345 million Baht, decreased by 31 % compared to 2023. The Company's revenue came from 4 types of business as follows:

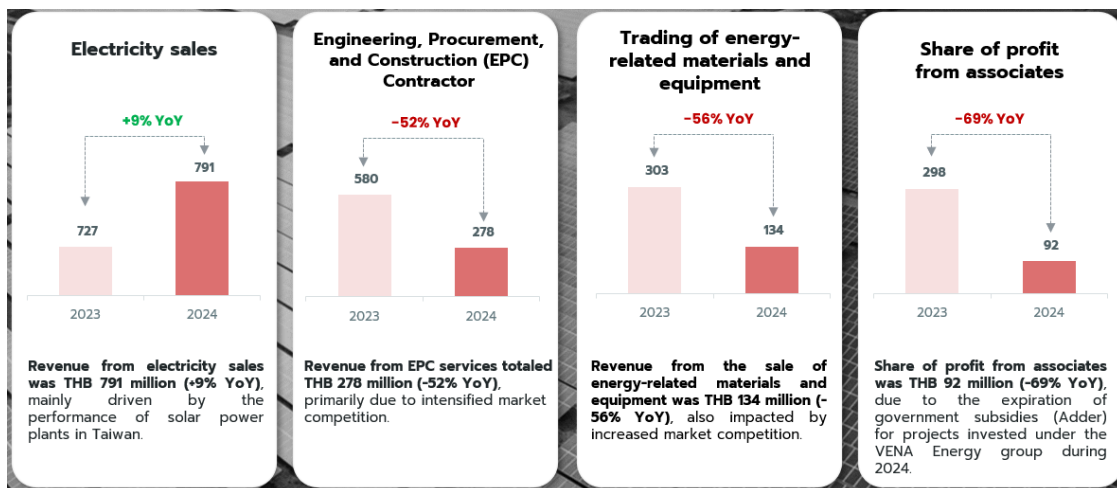
1. Revenue from electricity sales accounted for 59 % of total revenue.
2. The Engineering, Procurement and Construction (EPC) business accounted for 21 % of total revenue.
3. Revenue from sales of materials and equipment related to energy accounted for 10 % of total revenue.
4. Share of profit from joint ventures accounted for 7 % of total revenue.
5. The other income accounted for 3 % of total revenue.

1. Overview of financial information



- Total revenue was 1,345 million Baht, decreased by 31 % compared to 2023, mainly due to a decline in revenue from the Engineering, Procurement and Construction (EPC) business.
- Earnings before interest, tax, depreciation, and amortization (EBITDA) for 2024 was 508 million Baht, increased by 402 %, due to a significant decrease in expected credit loss (ECL) from 899 million Baht in 2023 to 29 million Baht.
- The Company recorded a net loss of 186 million Baht, which improved by 79 % due to the decline in expected credit loss (ECL).

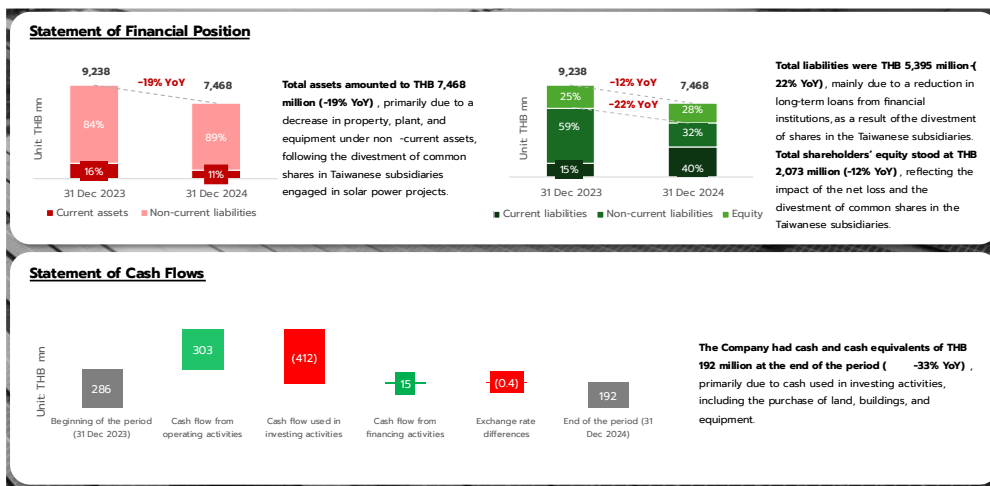
2. Overview of revenue



The operating results of each business segment in 2024 can be summarized as follows:

- Revenue from electricity sales to be the main driver of total revenue. The Company sold electricity to government agencies under Power Purchase Agreements (PPA), accounting for 95 %, and to private entities under Private PPAs, accounting for approximately 5 % of total electricity sales. In 2024, revenue from electricity sales increased by 9 %, mainly due to the performance of solar power plants in Taiwan.
- Revenue from the Engineering, Procurement and Construction (EPC) business decreased by 52 % due to higher market competition.
- Revenue from sales of materials and equipment related to energy decreased by 56 % due to higher market competition.
- Share of profit from joint ventures decreased by 69 % due to the expiration of the government subsidy (Adder) during 2024 for the projects invested in under the VENA Energy group.

3. Overview of financial statement



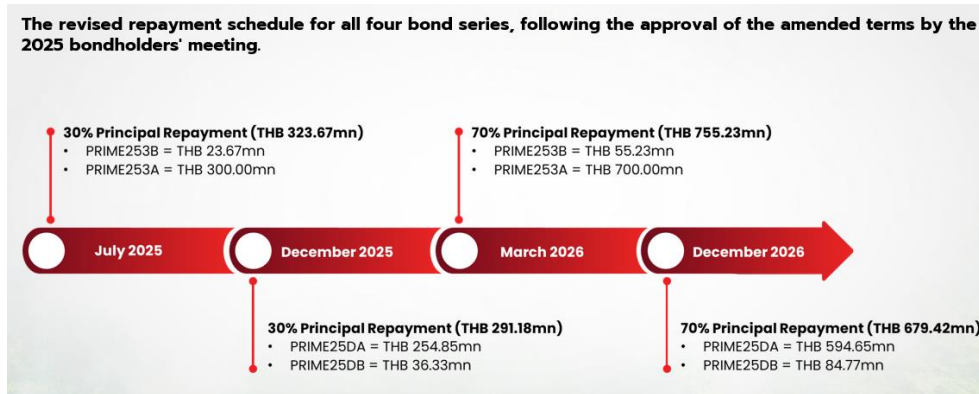
Statement of Financial

- Total assets of the Company as of 31 December 2024 amounted to 7,468 million Baht, decreased by 19 %, mainly due to the decline in property, plant, and equipment under non-current assets due to the disposal of ordinary shares in subsidiaries in Taiwan, which operated solar power plant projects.
- Total liabilities at the end of 2024 amounted to 5,395 million Baht, decreased by 22 %, mainly due to the decrease in long-term borrowings from financial institutions resulting from the disposal of ordinary shares in subsidiaries in Taiwan.
- Total shareholders' equity amounted to 2,073 million Baht, decreased by 12 % due to the net loss and the disposal of ordinary shares in subsidiaries in Taiwan.

Cash Flow Statement

- The Company had cash and cash equivalents at the end of 2024 amounted to 192 million Baht, decreased by 33 %, mainly due to cash used in investing activities, particularly for the purchase of land, buildings, and equipment.

4. Overview of the Company's bonds



The Company has a schedule to repay the debt of all 4 series of bonds after receiving approval for the amendment of terms from the bondholders' meeting in 2025, with details as follows:

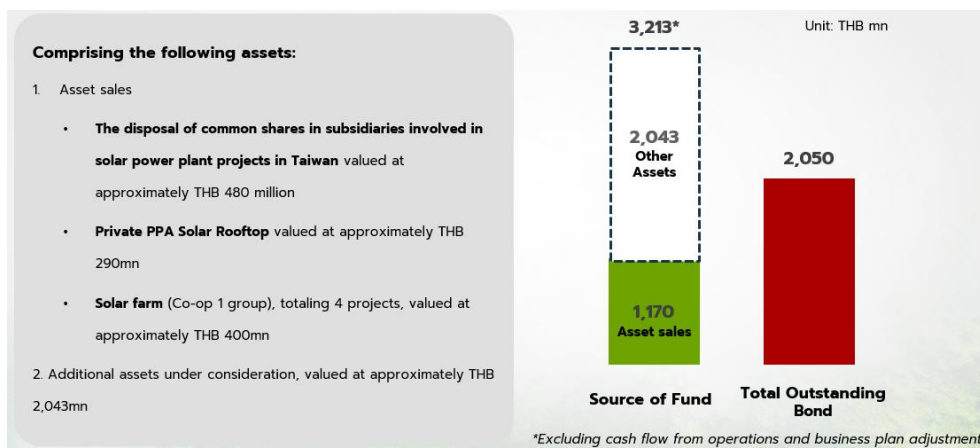
- (1) Extension of the maturity date by 1 year.
 - (2) Increase in interest rate.
 - (3) For bond series PRIME253A and PRIME25DA, amendment proposed to grant the issuer the right to early redeem the bonds before the maturity date (Call Option).
 - (4) Repayment divided into 2 installments as follows:
 - First installment: repayment of not less than 30 % of the bond principal.
 - Second installment: repayment of the remaining principal.
- For bond series PRIME253B, the new maturity date is 8 March 2026, and for bond series PRIME253A, the new maturity date is 10 March 2026, with the following details:
 - (1) By 31 July 2025, repayment of not less than 30 % of the principal per unit of the bond's par value on the issuance date.
 - (2) On the maturity date, repayment of the remaining principal of the bond.
 - For bond series PRIME25DA, the new maturity date is 2 December 2026, and for bond series PRIME25DB, the new maturity date is 8 December 2026.

- (1) By December 2025, repayment of not less than 30 % of the principal per unit of the bond's par value on the issuance date.
- By 2 December 2025 for series PRIME25DA.
 - By 8 December 2025 for series PRIME25DB.
- (2) On the maturity date, repayment of the remaining principal of the bond.

The information regarding the Company's assets (Pool Assets), which may be considered for management to enhance the Company's liquidity, is as follows:

1. Disposal of certain solar power project assets
 - Sale of subsidiaries in Taiwan with an approximate value of 480 million Baht. This transaction forms part of the overall debt repayment plan. Meanwhile, the Company will proceed with other plans in parallel.
 - Solar rooftop power plant projects under Private Power Purchase Agreements (Private PPA), which are market-attractive assets. The Company expects to receive cash flow of approximately 290 million Baht from the sale of solar rooftop projects. Currently, the Company has received offers from interested parties and is in the process of due diligence by the prospective buyers.
 - Ground-mounted solar power plant projects (Solar farm) under the Co-op 1 group, comprising a total of 4 projects. The Company expects to receive cash flow of approximately 400 million Baht from the sale of the solar farm projects.
2. Other assets that may be considered for disposal if necessary. The disposal of such assets could generate additional liquidity of approximately 2,043 million Baht for the Company.

Therefore, the debt repayment plan as mentioned above has a total combined value of more than 3,200 million Baht.



The Moderator summarized the opinion of the Board of Directors which included the Audit Committee which considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to acknowledge the report on the Company's operating results for the year 2024 ended 31 December 2024.

The Moderator informed the meeting that this agenda is for acknowledgement, and thus the voting is not required.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

Ms. Nattamon Yongthanyaroj, a shareholder attending the meeting in person, inquired about the reason why Mr. Somprasong Panjalak sold 100 million shares of the Company. She wished to understand the purpose or relevant factors behind such disposal shares. In addition, she asked about the Company's plans for the repayment of bonds approaching maturity, including the source of funds that the Company intends to use for such repayment. She further asked for clarification regarding the reason why the Company had not paid dividends to shareholders in the past, despite having requested approval for capital increases on several occasions.

Mr. Somprasong Panjalak clarified at the meeting regarding the disposal of 100 million shares, stating that such sale resulted from Prime Road Capital Co., Ltd., which is not a subsidiary of the Company, having pledged the Company's shares as collateral for a loan with a financial institution. Subsequently, the shares were subject to a forced sale in accordance with the terms of the loan agreement. This transaction was not directly related to the Company's business operations and was a personal matter.

Moreover, the management remains confident in the Company's potential, considering that the value of the Company's assets exceeds its total liabilities, even though the current share price may not yet reflect the intrinsic value of the business. The Company continues to manage its assets to improve efficiency and aims to create long-term value for shareholders. Regarding previous capital increases, shareholder approvals have been obtained to support the increase in registered capital, but no actual capital increase has yet been undertaken.

As for dividend payments, the Company operates in the energy sector, where business growth typically occurs through long-term asset investment. As a result, the enterprise value is reflected in the assets and the potential to generate future cash flow. Current factors, such as economic conditions, must also be considered. The evaluation of investment returns in the form of dividends should therefore be considered separately from the Company's strategic performance and business structure, which emphasize sustainable long-term growth.

Mr. Surachet Chaipatanont further clarified the plan for bond repayment. The Company intends to enhance liquidity through the sale of certain assets that are in high demand in the market, such as power plants, as well as the sale of its project in Taiwan. The value of such assets will be sufficient to cover the bond repayments, in line with the proposed repayment schedule mentioned earlier.

The Company is also in the process of seeking investment partners and has received expressions of interest from parties interested in its assets, which are currently undergoing due diligence. Furthermore, the Company has received positive responses from both domestic and international funding sources, which are expected to support efficient bond repayment.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to acknowledge the report on the Company's operating results for the year 2024.

The meeting acknowledged.

Agenda 4 To consider and approve the consolidated Financial Statements for the year ended 31 December 2024

The Moderator presented to the meeting that the Company has prepared the financial statements for the year ended 31 December 2024, audited by the Company's auditor and reviewed the correction by the Audit Committee and also endorsed by the Board of Directors. The financial statements for the year ended 31 December 2024 is appeared in the Annual Report 2024 (Form 56-1 One Report) which has been sent to the shareholders together with the Invitation to the Annual General Meeting of Shareholders for the year 2025 (Enclosure 2) and the auditor opined on the Company's financial statements that it is accurate in accordance with financial reporting standards.

The key information of financial statements of the Company for the year 2024 compared with the Company's financial statements in 2023 as follows:

Key Information of Financial Statements	Year 2023	Year 2024	Change (Amount)	Change (%)
Total assets (million Baht)	9,238	7,468	(1,770)	(19.16%)
Total Liabilities (million Baht)	6,890	5,395	(1,495)	(21.70%)
Equity (million Baht)	2,348	2,073	(275)	(11.71%)
Total revenue (million Baht)	1,954	1,345	(609)	(31.17%)
Net profit (loss) (million Baht)	(892)	(186)	706	79.15%
Net profit (loss) attributable to parent company (million Baht)	(902)	(190)	712	78.94%
Earnings (loss) per share (Baht)	(0.212)	(0.045)	0.167	78.77%

The Moderator summarized the opinion of the Board of Directors which included the Audit Committee which considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the consolidated Financial Statements for the year ended 31 December 2024 which audited by the auditor of the Company, verified by the Audit Committee, and endorsed by the Board of Directors.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the consolidated Financial Statements for the year ended 31 December 2024.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to approve the consolidated Financial Statements for the year ended 31 December 2024 as proposed with the following votes.

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

Remark

1. This agenda excluded "Abstained" as the base for counting vote.
2. There was additional 1 shareholder holding 7,567,400 shares attending this agenda. The total numbers of shareholders who attend this meeting was 38 shareholders holding altogether 3,139,699,994 shares

Agenda 5 To consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2024

The Moderator explained details of the Company's dividend payment policy as follows:

The Company has a policy to pay dividends to shareholders at least 50% of the net profit in the financial statements after deduction of all reserves in accordance with the Articles of Association of the Company and according to the laws, depending on the economic conditions, cash flow of the Company, investment plans and other considerations as the Board of Directors deems appropriate, whereby the Board of Directors is empowered to consider the matter. However, the Board of Directors' resolution of the dividend payment must be proposed to the shareholders' meeting for approval, except for the case of interim dividend payment in which the Board of Directors has an approval authority and then has to inform the shareholders at the subsequent shareholders' meeting.

However, as appeared in the Company's financial statements for the year 2024 ending on 31 December 2024, the Company has an accumulated deficit in the amount of 96.711 million Baht. Therefore, the Company is unable to appropriate the net profit as legal reserve and the Company is unable to make the dividend payment

for the operation results of the year 2024 to the shareholders according to the law and the Articles of Association of the Company.

The Moderator summarized the opinion of the Board of Directors which considered and deemed it appropriate to approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2024.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2024.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2024 as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

Remark

This agenda excluded “Abstain” as the base for counting vote.

Agenda 6 To consider and approve the nomination of directors in place of those who retire by rotation

The Moderator reported to the meeting that according to Article 15. of the Articles of Association of the Company specifies that “At every annual general meeting, one-third of the directors shall retire. If the number of directors is not multiple of three, the number of directors closest to one-third shall retire. The directors retiring from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held office the longest shall retire. The director retiring by rotation may be re-elected.” For this Annual General Meeting of Shareholders, there are 3 directors who retire by rotation, namely as below;

No.	Name	Position	Date appointed as a director	Attendance in the Board of Directors' meeting for the year 2024
1	Mr. Somprasong Panjalak	Director	31 July 2019	12 times out of 12 times
2	Mr. Apichart Pumsook	Independent Director / Member of Audit Committee / Member of the Nomination and Remuneration Committee	2 August 2019	12 times out of 12 times
3	Mr. A Sachdev	Independent Director	15 December 2022	12 times out of 12 times

The brief biography and information of the directors who retired by rotation and was appointed to be a director for another term including the definition and qualifications of Independent Directors was sent to the shareholders together with the Invitation to the Annual General Meeting of Shareholders for the year 2025 (Enclosure 3 and 4 respectively).

The Moderator summarized the opinion of the Nomination and Remuneration Committee and the Board of Directors considered and screened qualifications, experience, capabilities and expertise of the directors who retired by rotation, and opined that these 3 directors are equipped with knowledge, expertise and experience those are beneficial to the Company's business operation, and fully qualified according to the Public Limited Company Act and have no prohibited characteristics to be appointed as directors in accordance with the regulations of the Securities and Exchange Commission. Thus, it is appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to considers and approves the re-election of the 3 directors who retired by rotation to be the independent directors and directors for another term. The Board of Directors deemed that the Independent Directors can give opinions independently and in compliance with the relevant criteria.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to the nomination of directors in place of those who retire by rotation and cast the vote for each of director individually.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to approve the nomination of directors in place of those who retire by rotation in total 3 persons, namely, Mr. Somprasong Panjalak, Mr. Apichart Pumsook and Mr. A Sachdev as the Company's directors and independent directors for another term by voting for each director individually as follows:

1. Mr. Somprasong Panjalak – Director as per the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

2. Mr. Apichart Pumsook – Independent Director / Member of Audit Committee / Member of the Nomination and Remuneration Committee as per the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

3. Mr. A Sachdev Independent Director as per the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

Remark

This agenda excluded “Abstained” as the base for counting vote.

Agenda 7 To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2025

The Moderator reported to the meeting that the Nomination and Remuneration Committee considered and determined the remuneration of the Board of Directors and sub-committees for the year 2025 by taking into account the responsibilities and performance of the Board of Directors and each sub-committees, business expansion and business operation of the Company comparing to the applicable rate of other companies in the same industry which are similar in size and nature of business, as a result, the Nomination and Remuneration Committee deemed appropriate that the Board of Directors propose the Annual General Meeting of Shareholders for the year 2025 to approve the remuneration of Board of Directors and sub-committees for the year 2025 in the amount not exceeding 4,500,000 Baht per, effective from the calendar year 2025 until the

shareholders resolve to change otherwise. The details of the Directors' remuneration for the year 2025 are as follows:

Committees	2025 (Proposed Year)		2024 (Last year)	
	Monthly remuneration	Meeting allowance/time	Monthly remuneration	Meeting allowance/time
1. Board of Directors				
● Chairman	25,000	15,000	25,000	15,000
● Vice Chairman	17,500	15,000	17,500	15,000
● Other Board members	12,500	15,000	12,500	15,000
2. Sub-committees				
2.1 Audit Committee				
● Chairman	25,000	-	25,000	-
● Committee members	15,000	-	15,000	-
2.2 The Nomination and Remuneration Committee				
● Chairman	-	25,000	-	25,000
● Committee member	-	20,000	-	20,000
3 .Other remuneration and benefit apart from the monthly remuneration and meeting allowance	None		None	

In this regard, the Company has not paid any other forms of remuneration or welfare or benefit to non-executive Directors apart from the remuneration as aforementioned. The Company has disclosed the remuneration of each director and type of remuneration in Annual Report 2024 (Form 56-1 One Report) of the Company for transparency and in accordance with the principles of good corporate governance.

In addition, the Moderator proposed to the meeting to appoint the Board of Directors to be responsible of the allocation of the remuneration to the Director, provided that the remuneration shall be in accordance with the principles and policies which determined by the Board of Directors according to the assigned roles and responsibilities including the operating results of the Company and performance of the Director.

The Moderator summarized the opinion of the Board of Directors including the Nomination and Remuneration Committee which considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the determination of the remuneration of Directors and sub-committees for the year 2025 as mentioned above.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the remuneration of the Board of Directors and sub-committees for the year 2025.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by not less than two-thirds of vote of the shareholders present at the meeting.

Resolution The meeting considered and resolved with not less than two-thirds of the total number of votes of the shareholders attending the meeting and have the right to vote to approve the remuneration of the Board of Directors and sub-committees for the year 2025 in the amount not exceeding 4,500,000 Baht as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total (38 shareholders)	3,139,699,994	100.0000

Remark

This agenda included “Approved”, “Disapproved” and “Abstained” as the base for counting vote.

Agenda 8 To consider and approve the appointment of the auditor for the year 2025 and the determination of audit fee

The Moderator reported to the meeting that, in compliance with the Public Limited Companies Act and the Company’s Articles of Association, the Annual General Meeting of Shareholders is required to appoint the auditor and determine the audit fees. The Audit Committee considered the qualification, profile, performance of each auditor, continuity and efficiency of auditing, including appropriateness of the audit fee for the year 2025, and proposed to the Board of Directors to endorse the appointment of the auditor and the determination of the audit fee for the year 2025 in order to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the appointment of auditors from KPMG Phoomchai Audit Ltd. (“KPMG”) to be the Company’s auditors for auditing the Company’s financial statements for the year 2025.

Since KPMG has a proven record of standardized work processes recognized by the leading companies in Thailand, strong auditing experience and expertise, a good understanding of the Company’s business and audit fees appropriate for the amount of work and comparable to the rates applied to other listed companies of the same level. The list of auditors is as follows:

Name of Auditor	CPA no.	Number of years the auditor has signed to certify the Company's Financial Statements in the past 7 years.
1. Ms. Marisa Tharathornbunpakul	CPA (Thailand) No. 5752 or	-
2. Ms. Thanyalux Keadkeaw	CPA (Thailand) No. 8179 or	-
3. Mrs. Sasithorn Pongadisak	CPA (Thailand) No. 8802 or	-
4. Mr. Udomsak Busaraniphan	CPA (Thailand) No. 10331	

Ms. Marisa Tharathornbunpakul was appointed as the auditor and signed to certify the company's financial statements for the first time in 2025.

It is noted that all of the 4 auditors named above neither have a relationship with, nor any interest in, the Company, its subsidiaries, management, major shareholders or their respective related persons. Therefore, they are independent to audit and express their opinions for the Company's Financial Statement. Moreover, the above-named auditors have not performed his/her duties on auditing the financial statements of the Company for more than the period specified by relevant announcements. In this regard, KPMG is proposed to be the auditors for the Company's subsidiaries, associates, and the Company's domestic joint ventures for the year 2025.

In the case where the above auditors cannot perform their duties, KPMG is required to provide other licensed auditors in place for the Company and the determination of audit fee for the year 2025 to be at the amount of 1,900,000 Baht as per the following details:

Details	2025 (Proposal)	2024	Increase/(Decrease)
Annual Audit Fee	Baht 1,300,000	Baht 850,000	Baht 450,000
Quarterly Audit Fee	Baht 600,000	Baht 1,050,000	(Baht 450,000)
Total Audit Fee	Baht 1,900,000	Baht 1,900,000	-
Non-audit Fee	Based on actual amount	Based on actual amount	-

Such audit fee excludes other service fees and the audit fee of subsidiaries and associate companies.

At the same time, it is proposed to authorize the Board of Directors to appoint the auditor and determine the audit fee for reviewing and auditing the financial statement of subsidiaries, associate companies and joint ventures. In this regard, the Board of Directors will supervise and monitor so that the financial statements could be prepared in timely basis in accordance with the relevant laws and regulations.

The Moderator summarized the opinion of the Board of Directors including the Audit Committee which considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the followings:

1. The appointment of auditors from KPMG to be the Company’s auditors and appoint one of the auditors as auditor in charge for the audit and express his/her opinions on the Financial Statement of the Company for the year 2025, namely;
 - 1) Ms. Marisa Tharathornbunpakul CPA (Thailand) No. 5752 or;
 - 2) Ms. Thanyalux Keadkeaw CPA (Thailand) No. 8179 or;
 - 3) Mrs. Sasithorn Pongadisak CPA (Thailand) No. 8802 or;
 - 4) Mr. Udomsak Busaraniphan CPA (Thailand) No. 10331
2. The determination of audit fee for the year 2025 to be at the amount of 1,900,000 Baht excluding other service fees and the audit fee of subsidiaries and associate companies.
3. The authorization for the Board of Directors to appoint the auditor and determine the audit fee for reviewing and auditing the financial statement of subsidiaries, associate companies and joint ventures that incorporated during the year.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the appointment of the auditor for the year 2025 and the determination of audit fee including the authorization for the Board of Directors to appoint the auditor and determine the audit fee for reviewing and auditing the financial statement of subsidiaries, associate companies and joint ventures that incorporated during the year.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to approve the appointment of the auditor for the year 2025 and the determination of audit fee including the authorization for the Board of Directors to appoint the auditor and determine the audit fee for reviewing and auditing the financial statement of subsidiaries, associate companies and joint ventures as proposed with the following votes.

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total (38 shareholders)	3,139,699,994	100.0000

Remark

This agenda excluded “Abstained” as the base for counting vote.

Agenda 9 To consider and approve the reduction of the Company's registered capital, the amendment to Article 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and the authorization to perform all related matters as appropriate

The Moderator informed the meeting that according to the Annual General Meeting of the shareholders for the year 2024 approved the offering of newly issued ordinary shares of the Company to employees of the Company and its subsidiaries (PRIME ESOP) at the amount of 140,000,000 shares and approved the capital increase through General Mandate of 2,551,514,485 shares, totaling 2,691,514,485 shares. The allocation period will be due on the Annual General Meeting of Shareholders for the year 2025, whereby the Company has not proceeded with the allocation of the above-mentioned capital increase shares.

The Board of Directors' meeting No. 2/2025 held on 28 February 2025 approved to proposed to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the reduction of the Company's registered capital from 6,946,000,000 Baht to 4,254,485,515 Baht by cancelling the Company's 2,691,514,485 authorized but unissued shares, with a par value of 1 Baht per share reserved for the offering of newly issued ordinary shares of the Company to employees of the Company and its subsidiaries under Employee Stock Option Plan (PRIME ESOP) and reserved for the capital increase through General Mandate which will be due on the Annual General Meeting of Shareholders for the year 2025.

In addition, the Board of Directors' meeting has approved and proposed to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the amendment to Article 4 of the Memorandum of Association to be in accordance with the decrease of the Company's registered capital. The current content will be repealed and replaced by the new content as follows:

Article 4. Registered Capital	:	4,254,485,515 Baht	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Baht)
Divide into	:	4,254,485,515 shares	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Shares)
Per Par Value Per Share	:	1 Baht	(One Baht)
Categorized Into	:		
Ordinary Shares	:	4,254,485,515 shares	(Four Billion Two Hundred Fifty-Four Million Four Hundred Eighty-Five Thousand Five Hundred Fifteen Shares)
Preferred Shares	:	-None-	-

In this regard, the Board of Directors meeting approved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve to authorize the Chief Executive Officer (“CEO”) or other person assigned by the CEO to consider performing any actions in relation to the decrease of the Company’s registered capital and undertake any relevant and necessary acts as follows:

1. To sign in any applications or documents in relevant to a registration and a submission of related applications at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the Office of the Securities and Exchange Commission (“SEC”) and the Stock Exchange of Thailand (“SET”);
2. To make an amendment or change to the requests or statements in relevant documents that required to be registered at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the Office of the SEC and SET;
3. Any action which is relevant and necessary acts as deem appropriate and to comply with the laws, regulations and interpretation of relevant government offices including the instructions or orders of registrar or government officer.

The Moderator summarized the opinion of the Board of Directors which considered and deemed it appropriate that the Annual General Meeting of Shareholders for the year 2025 should approve the reduction of the Company’s registered capital, the amendment to Article 4 of the Company’s Memorandum of Association to be in line with the reduction of the Company’s registered capital and the authorization to perform all related matters as appropriate with all matters as the aforementioned.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the reduction of the Company’s registered capital, the amendment to Article 4 of the Company’s Memorandum of Association to be in line with the reduction of the Company’s registered capital and the authorization to perform all related matters.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by not less than three-fourths of the total voting right of the shareholders attending the meeting and eligible to vote.

Resolution The meeting considered and resolved by no less than three-fourths of the total number of votes of the shareholders attending the meeting to approve the reduction of the Company’s registered capital, the amendment to Article 4 of the Company’s Memorandum of Association to be in line with the reduction of the Company’s registered capital and the authorization to perform all related matters as appropriate as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,139,699,994	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total (38 shareholders)	3,139,699,994	100.0000

Remark

This agenda included “Approved”, “Disapproved “and “Abstained” as the base for counting vote.

Agenda 10 To consider and approve the increase of the Company’s registered capital to reserve for the capital increase under General Mandate and approve the amendment of the Article 4. of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters as appropriate

The Moderator presented to the meeting that to increase the flexibility and speed in raising capital in the event that the Company needs to use capital increase and enable the Company to have a source of funds that is ready for investment or business expansion in the future timely and help strengthen liquidity and financial structure to be stronger and more stable. This will bring benefits to the Company and help create long-term shareholder returns. Therefore, the Board of Directors’ meeting No. 2/2025 held on 28 February 2025 approved to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the increase of the registered capital from the registered capital of 4,254,485,515 Baht (according to the approval of the shareholders’ meeting to decrease the Company’s registered capital by cancelling the authorized but unissued shares in Agenda 9) to 6,805,000,000 Baht by issuing 2,550,514,485 newly issued ordinary shares at the par value of 1 Baht per share to reserve for the capital increase under General Mandate at the amount of 2,551,514,485 Baht by issuing newly issued ordinary shares at the amount 2,551,514,485 shares at the par value of 1 Baht per share

The details of the objectives of the capital increase and utilization of proceeds received from the capital increase including the authorization to perform related actions are shown in Capital Increase Report Form (F 53-4) which is sent to the shareholders together with the Invitation to the Annual General Meeting of Shareholders for the year 2025 (Enclosure 6)

In addition, the Board of Directors meeting approved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the amendment to Article 4. of the Memorandum of Association to be in accordance with the capital increase. The old content will be repealed and replaced by the new content as follows:

Article 4. Registered Capital	:	6,805,000,000 Baht	(Six Billion Eight Hundred Five Million Baht)
Divide in to	:	6,805,000,000 shares	(Six Billion Eight Hundred Five Million Shares)
Per Par Value Per Share	:	1 Baht	(One Baht)
Categorized Into	:		
Ordinary Shares	:	6,805,000,000 shares	(Six Billion Eight Hundred Five Million Shares)
Preferred Shares	:	-None-	-

In this regard, the Board of Directors meeting approved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve to authorize the Chief Executive Officer (“CEO”) or other person assigned by the CEO to consider performing any actions in relation to the increase of the Company’s registered capital and undertake any relevant and necessary acts as follows:

1. To sign in any applications or documents in relevant to a registration and a submission of related applications at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the Office of the Securities and Exchange Commission (“SEC”) and the Stock Exchange of Thailand (“SET”);
2. To register an amendment or add wordings in relevant documents that needs to be registered at the Department of Business Development, Ministry of Commerce, a submission of related applications or the other documents to the SEC and SET;
3. To undertake any relevant and necessary acts as deem appropriate in compliance with the laws, regulations and interpretation of relevant government offices including the instructions and orders of registrar and government officer.

The registration of the capital increase of the Company under this agenda will be executed after the reduction of the Company’s registered capital according to the agenda 9 is registered with the Ministry of Commerce completely.

The Moderator summarized the opinion of the Board of Directors which considered and opined that such capital increase was necessary and appropriate to propose the Annual General Meeting of Shareholders for the year 2025 to consider and approve the increase of the Company’s registered capital the amendment of Article 4 of the Memorandum of Association regarding registered capital, number of shares and par value to be in accordance with the increase of the registered capital and the authorization to undertake any relevant actions in accordance with all matters as the aforementioned.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the increase of the registered capital, the amendment of the Article 4 of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by not less than three-fourths of the total voting right of the shareholders attending the meeting and eligible to vote.

Resolution The meeting considered and resolved by no less than three-fourths of the total number of votes of the shareholders attending the meeting to approve the increase of the registered capital, the amendment of the Article 4 of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,132,132,527	99.9999
Disapproved	67	0.0000
Abstained	0	0.0000
Total (37 shareholders)	3,132,132,594	100.0000

Remark

1. This agenda included “Approved”, “Disapproved” and “Abstained” as the base for counting vote.
2. There was 1 shareholder holding 7,567,400 shares less attending. The total number of shareholders who attended this meeting was 37 shareholders holding altogether 3,132,132,594 shares.

Agenda 11 To consider and approve the allocation of newly issued ordinary shares

The Moderator presented to the meeting that the Board of Directors’ meeting No. 2/2025 held on 28 February 2025 approved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the increase of the registered capital of the Company to be 6,805,000,000 Baht by issuing 2,550,514,485 newly issued ordinary shares at the par value of 1 Baht per share according to agenda 10 above, the Board of Directors meeting approved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the allocation of 2,550,514,485 newly issued ordinary shares with a par value of Baht 1.00 per share, to be allocated under a general mandate in an amount not exceeding 2,550,514,485 shares. The details of the allocation are as follows:

- (1) Not exceeding 1,276,345,000 newly issued ordinary shares with a par value of 1 Baht per share will be allocated to existing shareholders of the Company in proportion to their shareholding (Right Offering: RO). This is equal to 30% (not exceeding 30%) of the current paid-up capital of

the Company as at the date on which the Board of Directors of the Company resolved to approve the increase of the registered capital under a general mandate.

- (2) Not exceeding 848,721,485 newly issued ordinary shares with a par value of 1 Baht per share will be allocated to the public (Public Offering: PO). This is equal to 19.95% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors of the Company resolved to approve the increase of the registered capital under a general mandate.
- (3) Not exceeding 425,448,000 newly issued ordinary shares with a par value of 1 Baht per share will be allocated to specific investors under a Private Placement scheme (Private Placement: PP). This is equal to 10% (not exceeding 10%) of the current paid-up capital of the Company as at the date on which the Board of Directors of the Company resolved to approve the increase of the registered capital under a general mandate.

Remark: - The paid-up capital as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate is equal to 4,254,485,515 shares at the par value of 1 Baht per share which is 4,254,485,515 Baht

In allocating the newly issued ordinary shares by any or all of the methods under (1) and/or (2) and/or (3) the allocated number shall not exceed 1,276,345,000 shares or equal to 30% (not exceeding 30%) of the current paid-up capital of the Company as at the date on which the Board of Directors of the Company resolved to approve the increase of the registered capital under a general mandate.

Nevertheless, in the case of the allocation in accordance with the methods under (2) or (3), the increased paid-up capital shall not exceed 848,721,485 shares or equal to 19.95% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors of the Company resolved to approve the increase of the registered capital under a general mandate.

In this regard, the allocation of newly issued ordinary shares under the General Mandate concerning the offering to the public or to the specific investors shall not be allocated to the connected persons under the Notification of the Capital Market Supervisory Board No. Tor Chor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies concerning the Connected Transaction B.E. 2546 (2003) (as amended). Whereby the offering price shall not be a price below the market price pursuant to the Notification of SEC concerning the Application for and Granting of Permission to Offer Newly-Issued Shares through the public offering or private placement. In this regard, the determination of offering price to be offered to the private placement shall be the best price under the market conditions during the offer for sale of shares, whereby the offering price shall not be lower than 90 % of Market Price in accordance with the Notification of SEC No. Tor Chor. 28/2565 regarding

Approval of Offer for Sale of Newly-Issued Shares by Listed Companies in a Private Placement dated 28 December B.E.2565 (2022) (as amended), In this connection, market price means the weight average of the Company's ordinary shares price trading on SET for 7 – 15 consecutive trading days prior to the date of determined offering price.

In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended 31 December 2024, the Company may determine the offering price of the newly-issued ordinary shares lower than the par value of the Company, but not less than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act which stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value but must be approved by the shareholders' meeting and with a definite discount rate.

In this regard, the Board of Directors meeting approved to propose to the Annual General Meeting of Shareholders for the year 2025 to approve to authorize the Board of Directors to determine any other details necessary and relevant to the allocation of the newly issued ordinary shares, which include but not limited to the following;

1. Considering and determining details of the allocation of newly issued ordinary shares, such as the offering price, number of allocations of the newly issued ordinary shares, offering period, payment of share offering price, whether single or sequential allocation as well as other terms and conditions in relation to the allocation of such newly issued ordinary shares.
2. Negotiating, agreeing, entering into and signing any agreements and/or documents necessary and relevant to the allocation of such newly issued ordinary shares.
3. Signing applications, waivers, notices and any necessary documents relating to the allocation of such newly issued ordinary shares, as well as contact and submission of application for permission or requesting a waiver, document, evidence to the government agency or the relevant authority and listing such newly issued ordinary shares on SET.
4. Undertaking any necessary and relevant acts regarding the allocation of the newly issued ordinary shares.

The Moderator summarized the opinion of the Board of Directors which considered and opined that it is deemed appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the allocation of newly issued ordinary shares in accordance with all matters as the aforementioned.

Then, the Moderator asked the meeting whether any shareholder had any query or opinion on this agenda.

Ms. Sukanlaya Phalee, a shareholder who attended the meeting in person, expressed her opinion that the Company should cancel the allocation of newly issued ordinary shares for offering to specific persons (Private

Placement: PP), in order to allow existing shareholders to fully exercise their rights to subscribe for the newly issued shares. She also proposed that the authority of the Board of Directors to allocate additional ordinary shares in that portion be revoked.

The Chairman thanked the shareholder for her suggestion and acknowledged the opinion. Upon consideration, it was determined that the proposal was intended to protect the rights and interests of the existing shareholders. For the sake of clarity, it was deemed appropriate to propose that the meeting consider and pass a resolution in accordance with the shareholder's proposal, whereby the allocation of newly issued ordinary shares for offering to specific persons (Private Placement: PP) shall be canceled. The allocation of newly issued ordinary shares under the general mandate shall be made only to the existing shareholders of the Company and/or offered to the general public (Public Offering).

There is no shareholder who raised any question or comment. The Moderator asked the meeting to consider and approve the allocation of newly issued ordinary shares and the authorization to perform all related matters. By excluding the allocation of newly issued ordinary shares for offering to specific persons (Private Placement: PP), and retaining only (1) the allocation of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering: RO), and/or (2) the allocation of newly issued ordinary shares to the general public (Public Offering: PO), as proposed.

The Moderator informed the shareholders meeting that the resolution for this agenda shall be approved by a majority of vote of the shareholders present at the meeting and casting their votes.

Resolution The meeting considered and resolved with a majority vote of the shareholders who attended the meeting and cast their votes to approve the allocation of newly issued ordinary shares The allocation of newly issued ordinary shares under the General Mandate shall be made to: (1) the allocation of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering: RO); and/or (2) the allocation of newly issued ordinary shares to the general public (Public Offering: PO) and the authorization to perform all related matters as proposed with the following votes:

Voting	Number (Votes)	Percentage
Approved	3,132,132,527	99.9999
Disapproved	67	0.0000
Abstained	0	-
Total (37 shareholders)	3,132,132,594	100.0000

Remark

This agenda excluded "Abstained" as the base for counting vote.

Agenda 12 Other matters (if any)

The Moderator informed the meeting that this agenda is to give the opportunity for the shareholders to propose other matters besides the agenda specified in the Invitation to the Annual General Meeting of Shareholders for the year 2025 by offering any other matter to be subject to the rules and procedures prescribed by the law.

The Company provides opportunities for shareholders to propose agenda to the Board of Directors for consideration for the Annual General Meeting of Shareholders for the year 2025 in advance from 15 November 2024 to 31 December 2024, in which the Company has notified the shareholders through the communication channels of the Stock Exchange of Thailand and the Company's website but it appears that there is no shareholder proposing the meeting agenda to the Company.

Thus, it was concluded that the meeting had completely considered all agendas that had been set in the Invitation to the Annual General Meeting of Shareholders for the year 2025.

There was no additional question and comment from shareholders, Mr. Somprasong Panjalak, Chairman, thanked the shareholders for spending their time to attend the meeting, shared comments that are useful for the Company and adjourned the meeting at 15.28 hrs.

In this regard, in this Annual General Meeting of Shareholders for the year 2025, there was not appear that any shareholders objected to the result of vote counting.

-Signature-

(Mr. Somprasong Panjalak)

Chairman

Annual Report 2025
(Form 56-1 One Report)



<https://weblink.set.or.th/set/tsd/meetingdocument.do?symbol=PRIME&date=260429>

Profiles of the persons who are nominated to be appointed as directors of the Company

Mr. Surachet Chaipatamanont

Vice Chairman of the Board of Directors

Age (years)

58

Education

Candidate for PhD Innovation & Industrial Management
 College of Innovation and Industrial Management (CIIM)
 King Mongkut’s Institute of Technology Ladkrabang (KMIT-CEIR)
 Master’s Degree in Operations Research in Finance
 Columbia University, United States of America
 Bachelor’s Degree in Electrical Engineering
 Columbia University, United States of America

Related training programs held by the Thai Institute of Directors Association (IOD)

Director Accreditation Program (DAP) 147/2021
 CFO Focus on Financial Reporting

Work experiences during the past 5 years / Holding the positions of director / management in other company

A. Listed company

None

B. Non-listed company

4 Companies

2022 - Present

Director, Impact Green Utilities Holding Co., Ltd

2018 - Present

Executive Director, Red One Network (Thailand) Company Limited

2015 - Present

Director, Prime Road Group.Co., Ltd.

2012 - Present

Director, Red ONE Network Sdn Bhd

Director / management positions in rival companies or other companies which have businesses related to the Company which may cause the conflict of interest to the Company

No

Conflict of interest with the Company / parent company / subsidiary / associated company or any juristic person which may have current conflict or had conflict during the past 2 years

A. Being an executive director, employee, staff or advisor who receives a regular salary Yes

B. Being a provider of professional services (e.g. auditor, legal advisor) No

C. Having a business relationship in the manner which may interfere with his independent discretion (e.g. purchase / sale of raw material / goods / service / borrowing / lending), and to specify the size of the transaction (if any) No

Criminal record during the past 10 years None

Family relationship of the executive with the Company None

Shareholding ratio in the Company (percent) (as of 31 December 2025) Held personally: 85,720,078 shares (2.01%)
Held by Spouse or minor children: None
Juristic person according to the definition of the SEC: 178,062,925 shares (4.19%)
(Impact Green Utilities Holding Co., Ltd.)

Date appointed as a director 2 August 2019 (Directorship tenure as of April 2026 is 6 years 8 months)

Attendance in the Board of Directors' Meeting for the year 2025

The Board of Directors: 12 times out 12 times (100%)

Air Chief Marshal Surasak Meemanee

Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee

Age (years) 70

Education Degree in National Defence College of Thailand
Air War College, Royal Thai Air Force
Air Command and Staff College, Royal Thai Air Force
Bachelor Degree in Science (Electrical Engineering), Royal Thai Air Force Academy

Related training programs held by the Director Accreditation Program (DAP) 90/2018

Thai Institute of Directors Association (IOD) Road to certify with Thai IOD 2022

Work experiences during the past 5 years / Holding the positions of director / management in other company

A. Listed company 1 Companies

2018 – 2025 Independent Director, Chairman of the Audit Committee, Member of the Nomination and Remuneration Committee and Chairman of Risk Management Committee Hydrotek Public Company Limited

B. Non-listed company None

Director / management positions in rival companies or other companies which have businesses related to the Company which may cause the conflict of interest to the Company No

Conflict of interest with the Company / parent company / subsidiary / associated company or any juristic person which may have current conflict or had conflict during the past 2 years

A. Being an executive director, employee, staff or advisor who receives a regular salary No

B. Being a provider of professional services (e.g. auditor, legal advisor) No

C. Having a business relationship in the manner which may interfere with his independent discretion (e.g. purchase / sale of raw material / goods / service / borrowing / lending), and to specify the size of the transaction (if any)	No
Criminal record during the past 10 years	None
Family relationship of the executive with the Company	None
Shareholding ratio in the Company (percent) (as of 31 December 2025)	Held personally: 136,000 shares (0.00%) Held by Spouse or minor children: None
Date appointed as a director	30 July 2019 (Directorship tenure as of April 2026 is 6 years 9 months)
Attendance in the Board of Directors' Meeting for the year 2025	
The Board of Directors: 12 times out 12 times (100%)	
The Audit Committee: 8 times out 8 times (100%)	
The Nomination and Remuneration committee: 4 times out 4 times (100%)	

Mrs. Wipaporn Chairatana

Independent Director / Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee

Age (Years)	64
Education	Master of Faculty for Business Administration, Thammasat University Bachelor of Accountancy, Thammasat University
Related training programs held by the Thai Institute of Directors Association (IOD)	Director Accreditation Program (DAP) 199/2015 Risk Management Program for Corporate Leaders (RCL) 13/2018 Road to certify with Thai IOD 2022 Detection of Accounting Irregularities in Fast Growing Business: The Role of Audit Committee 2023 Chairman Forum 1/2023: Leadership Amidst Volatility and Distrust
Work experiences during the past 5 years / Holding the positions of director / management in other company	
A. Listed company	2 Companies
2025 – Present	Independent Director and Member of Audit / Arrow Syndicate Public Company Limited
2023 – 2025	Chairman of the Nomination and Remuneration Committee, Independent Director and Audit Committee / Hydrotek Public Company Limited
B. Non-listed company	1 Companies
2022 - Present	Expert Committee / Chairman of the sub-committee of fund management, Community Organizations Development Institute (Public Organization), Ministry of Social Development and Human Security
Director / management positions in rival companies or other companies which have businesses related to the Company which may cause the conflict of interest to the Company	No

Conflict of interest with the Company / parent company / subsidiary / associated company or any juristic person which may have current conflict or had conflict during the past 2 years

A. Being an executive director, employee, staff or advisor who receives a regular salary No

B. Being a provider of professional services (e.g. auditor, legal advisor) No

C. Having a business relationship in the manner which may interfere with his independent discretion (e.g. purchase / sale of raw material / goods / service / borrowing / lending), and to specify the size of the transaction (if any) No

Criminal record during the past 10 years None

Family relationship of the executive with the Company None

Shareholding ratio in the Company (percent) (as of 31 December 2025) Held personally: None
Held by Spouse or minor children: None

Date appointed as a director 2 August 2019 (Directorship tenure as of April 2026 is 6 years 8 months)

Attendance in the Board of Directors' Meeting for the year 2025

The Board of Directors: 12 times out 12 times (100%)

The Audit Committee: 8 times out 8 times (100%)

The Nomination and Remuneration Committee: 4 times out 4 times (100%)

Definition and qualifications of Independent Director

Independent Director are directors who have independence to express their opinions, and must have the qualifications comply with the qualifications of the Company, Securities and/or Exchange Commission, and Stock Exchange Market as follows:

1. Do not hold more than 1% of the total voting share of the Company, the parent company, any subsidiary company, any associated company the Company's major shareholder or controlling entity including the shares held by related persons of such Independent Director.
2. Is not nor used to be a director that takes part in the management, employees, advisors who receive regular salary from or controlling entity of the Company, the parent company, any associate company, major shareholder of the Company or its controlling entity, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the appointment. However, the aforementioned restriction shall not include the case where an Independent Director used to be a government official or advisor to any government agency which is the Company's major shareholder or controlling entity.
3. Do not have nor used to have business relationship with the Company, the parent company, any subsidiary company, any associated company, major shareholder or the Company's controlling entity in such a way which could potentially interfere with his or her discretion. Is not and have never been a significant shareholder or the controlling person of any entities who has a business relationship with the Company, the parent company, any subsidiary company, any associated company, major shareholder or the Company's controlling entity, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the date of appointment.

Such relationship shall include normal trade transactions for business operation, any lease taking or lease out of property, any transaction related to asset or service or grant or receive financial support by providing loan, became such person guarantor, giving asset as debt collateral or any other similar action which would results in the Company's or the other party's obligation to one another that worth up to 3 per cent of the Company's net tangible asset or up to Baht 20 million, whichever is lower. The aforementioned debt obligation of the Capital Market Supervisory Board regarding related transaction, debt obligation of incurred during the period on 1 year before the date of the business relationship with such person.

4. Have not been nor used to provide professional service which includes legal or financial advisory service for compensation value over Baht 2 million a year to the Company, the parent company, any subsidiary company, any associated company, major shareholder or the Company's controlling entity and is not a significant shareholder, the controlling person or

- partner to such service provider, except in the case that he or she remains free from the abovementioned characteristics for a period not less than 2 years prior to the date of appointment.
5. Is not nor used to be an auditor of the Company, the parent company, any subsidiary company, associated company, major shareholder or the Company's controlling entity and is not a significant shareholder, the controlling person or partner to such audit firm to which the auditor of the Company, the parent company, any subsidiary company, associated company, major shareholder or the Company's controlling entity belongs to except in the case that he or she remains free from the abovementioned characteristics for a period of not less than 2 years prior to the appointment.
 6. Is not related by blood or by legal registration as a father, mother, spouse, sibling, and child, including as a spouse of a child, of any other director, management person, major shareholder, any controlling person or the person to be nominated for a director or management position or a controlling person of the Company or any of the Company's subsidiary.
 7. Not a director appointed as a representative of the Company, a major shareholder, or the shareholder who is a related person of a major shareholder of the Company.
 8. Have not been conducting any business that is similar to and significantly competing with the business of the Company or its subsidiaries nor being a significant partner in partnership or a director that takes part in the management, an employee, an officer or an advisor who received regular pay from or holding more than 1 percent of total voting share of another company whose business is similar to and significantly competing with the business of the Company or its subsidiaries.
 9. Not having the benefits or interests, whether direct or indirectly in finance, not having any other characteristics that prevent the exertion of independent opinion with regard to the Company's business.
 10. Capable to perform his duties and express his opinions or report the operating results as be assigned by the Board of Directors independently, without being under the control by any executive or major shareholder including those others who are his related persons or close relatives.
 11. Being a director of no more than 5 other listed companies.
 12. Able to oversee in order to prevent conflicts of interest between the Company and the executive, major shareholder, or other companies which have the same group of executives or major shareholders and able to protect the interests of all shareholders equally.

Information on remuneration for directors and members of sub-committees

The Board of Directors has considered determining the Directors’ remuneration in line with the Company’s operating results, as well as the roles, responsibilities and performance of each director. Such remuneration shall be set at an appropriate level comparable with those of companies in the same industry and within the market. Therefore, the Board of Directors deems it appropriate to propose to the Shareholders’ Meeting to approve the payment of monthly remuneration, meeting allowances and annual bonus for the Board of Directors and sub-committees for the year 2026, with the total amount not exceeding Baht 4,000,000 (Four Million Baht). The said amount shall also cover the remuneration of any additional sub-committees that may be established during the year 2026. In addition, the Board of Directors shall be authorized to allocate the remuneration for the year 2026, including other benefits, to the Directors and members of sub-committees, both existing and those that may be established in the future, as deemed appropriate.

Description	2026 (Proposed Year)	2025	
		Proposed amount	Actual amount
Remuneration in terms of money	Not exceeding Bath 4 million*	Not exceeding Baht 4.5 million	Baht 3.11 million
Other benefits	None	None	

Note: *The aforementioned amount also includes the remuneration of any additional sub-committees that may be established during the year 2026.

For the year 2025, the Company has paid the remuneration in form of monthly remuneration and meeting allowance to the director and members of sub-committees in the total amount of Baht 3.11 million however any bonus was not paid.

The Company has not paid any other forms of remuneration or welfare or benefit to non-executive Directors apart from the remuneration as aforementioned. The Company has disclosed the remuneration of each director and type of remuneration in Annual Report 2025 (Form 56-1 One Report) of the Company for transparency and in accordance with the principles of good corporate governance.

The details of remuneration will be paid to directors and members of subcommittees for the year 2026 are as follows:

Committees	2026 (Proposed Year)		2025 (last year)	
	Monthly remuneration	Meeting allowance/time	Monthly remuneration	Meeting allowance/time
1. Board of Directors				
● Chairman	25,000	15,000	25,000	15,000

Committees	2026 (Proposed Year)		2025 (last year)	
	Monthly remuneration	Meeting allowance/time	Monthly remuneration	Meeting allowance/time
• Vice Chairman	17,500	15,000	17,500	15,000
• Other Board members	12,500	15,000	12,500	15,000
2. Subcommittees				
2.1 Audit Committee				
• Chairman	25,000	-	25,000	-
• Committee members	15,000	-	15,000	-
2.2 The Nomination and Remuneration Committee				
• Chairman	-	25,000	-	25,000
• Committee member	-	20,000	-	20,000
3. Other remuneration and benefit apart from the monthly remuneration and meeting allowance	None (The annual reward shall be calculated starting from the performance of the financial year ending 31 December 2025)		None (The annual performance-based bonus will be calculated based on the operating results of the fiscal year ending 31 December 2024)	

(F53-4)

Capital Increase Report Form
Prime Road Power Public Company Limited
27 February 2026

We, Prime Road Power Public Company Limited (the "**Company**"), hereby report to the Stock Exchange of Thailand (the "**SET**") the resolutions of Board of Directors Meeting of the Company No. 2/2026, held on 27 February 2026 relating to the capital increase and the allocation of the capital increase shares, as follows:

1. Capital decrease and capital increase

1.1 Capital decrease

The Board of Directors' Meeting resolved to approve the reduction of the Company's registered capital from the existing registered capital of Baht 6,805,000,000 to be Baht 4,254,485,515 by cancelling 2,551,514,485 authorized but unissued shares under General Mandate which was approved by Annual General Meeting of Shareholders year 2025 on 29 April 2025, that the allocation period will be due on the 2026 Annual General Meeting of Shareholders, whereby the Company has not proceeded with the allocation of the above-mentioned capital increase shares.

1.2 Capital increase

The Board of Directors' Meeting resolved to approve the capital increase of the Company from the registered capital of Baht 4,254,485,515 to Baht 6,807,000,000 by issuing 2,552,514,485 newly issued ordinary shares at the par value of Baht 1 per share. The details are as follows:

Type of capital increase	Type of shares	Number of shares (shares)	Par value (Baht/share)	Total (Baht)
<input type="checkbox"/> Specifying the purpose of utilizing the proceeds	Ordinary	-	-	-
<input checked="" type="checkbox"/> General mandate	Ordinary	2,552,514,485	1	2,552,514,485

2. Allocation of newly issued shares

The Meeting resolved to approve the offering for sale and allocation of newly issued shares as follows:

2.1 General Mandate

Allocation to	Type of share	Number of shares (shares)	Percentage of paid-up capital ^{1/}	Note
1. Rights Offering (RO)	Ordinary share	Not exceeding 1,276,345,654	30.00	Please consider remark below
2. Public Offering (PO)	Ordinary share	Not exceeding 850,720,280	20.00	
3. Private Placement (PP)	Ordinary share	Not exceeding 425,448,551	10.00	

^{1/}Percentage of paid-up capital computed on the date that the Board of Directors' Meeting resolved to approve the capital increase under General Mandate which is equal to 4,254,485,515 shares with a par value of Baht 1 per share or Baht 4,254,485,515.

Remark:

- (1) Not exceeding 1,276,345,654 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to existing shareholders of the Company in proportion to their shareholding (Right Offering: RO). This is equal to 30% (not exceeding 30%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.
- (2) Not exceeding 850,720,280 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to Public (Public Offering: PO). This is equal to 20.00% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.
- (3) Not exceeding 425,448,551 newly issued ordinary shares with a par value of Baht 1 per share will be allocated to specific investors under a Private Placement scheme (Private Placement: PP). This is equal to 10% (not exceeding 10%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

Remark: The paid-up capital as at the date on which the Board of Directors resolved to approve the increase of the registered capital under General Mandate is equal to 4,254,485,515 shares with a par value of Baht 1 per share or Baht 4,254,485,515.

The newly issued ordinary shares shall not be allocated to the connected persons under the Announcement of the Capital Market Supervisory Board No. TorChor. 21/2551 regarding Rules on Connected Transactions and the Announcement of the Board of Governors of Stock Exchange of Thailand regarding Disclosure of Information and Other Acts of Listed Companies concerning the Connected Transaction B.E. 2546. Whereby the offering price shall not be a price below the market price pursuant to the Capital Market Supervisory Board Announcement concerning the Application for and Granting of Permission to Offer Newly Issued Shares to

public offering or private placement. In this regard, the determination of the offering price to be offered to the private placement shall be the best price under the market conditions during the offer for sale of shares, whereby the offering price shall not be lower than 90 percent of Market Price in accordance with the Capital Market Supervisory Board Announcement No. TorChor. 28/2565 regarding Approval of Offer for Sale of Newly-Issued Shares by Listed Companies in a Private Placement dated 28 December 2022 (as amended), “market price” means the weight average of the Company’s ordinary shares price trading on SET for 7 – 15 consecutive trading days prior to the date of determined offering price.

In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended 31 December 2025, the Company may determine the offering price of the newly-issued ordinary shares lower than the par value of the Company, but not less than 0.01 Baht per share.

The Company must comply with Section 52 of the Public Limited Company Act which stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value but must be approved by the shareholders' meeting and with a definite discount rate.

In allocating the newly issued ordinary shares by any or all of the methods under (1), (2), and (3) the allocated amount shall not exceed 1,276,345,654 shares or equal to 30% (not exceeding 30%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

Nevertheless, in the case of the allocation in accordance with the methods under (2) or (3), the increased paid-up capital shall not exceed 850,720,280 shares or equal to 20.00% (not exceeding 20%) of the current paid-up capital of the Company as at the date on which the Board of Directors resolved to approve the increase of the registered capital under a general mandate.

2.2 The Company’s plan in case where there is a fraction of shares remaining

The Company shall disregard such fraction wholly.

3. Scheduling of Annual General Meeting of shareholders for the purpose of approving the capital increase and allocation of newly issued shares

The 2026 Annual General Meeting of shareholders of the Company is scheduled to be held on 29 April 2026 at 13.30 hrs, held via Electronic Method (E-AGM) in accordance with Meeting via Electronic Method Decree B.E. 2563 and the relevant laws and regulations. The Record Date for determining the shareholders who are entitled to attend the Annual General Meeting of Shareholders will be on 27 March 2026.

4. Seeking of approval for the capital increase and the allocation of newly issued shares from the relevant authorities, and conditions for the seeking of approval

- 4.1 The Company will apply for the registration of the capital increase and amendment of the Memorandum of Association with the Department of Business Development, the Ministry of Commerce within 14 days from the date that the shareholders passed such resolution and will register the changed of paid-up capital within 14 days from the date of fully receive the share price.
- 4.2 The Company will apply for approval from the Stock Exchange of Thailand to accept its newly-issued ordinary shares under General Mandate as listed securities for trading on the Stock Exchange of Thailand.

5. Objectives of the capital increase and proceeds utilization plan

For General Mandate, this increased capital will provide readiness and enhance financial strength and financial flexibility to the Company in proceeding with its future investment plan. The Company may adjust the proceeds utilization plan stated above as appropriate in its best interest.

6. Benefits that the Company expects to receive from the capital increase and allocation of newly issued shares

Capital increase through General Mandate will increase the flexibility in fund raising and enable the Company to invest or expand its future business in a timely manner. Furthermore, it will enhance liquidity and give rise to a stronger financial structure which will benefit the Company and general return to shareholders in the long term.

7. Benefits that the shareholders will receive from the capital increase and allocation of newly issued shares

7.1 Dividend Policy

The Company has a policy to pay dividends at the rate of not less than 50% of the Company's net profits after deducting other reserve funds and legal reserve. However, this is subject to the economic situation, the Company's cash flow and investment plans of the Company and other concerning as the Board of Directors' consideration.

7.2 Subscribers of this newly issued shares shall be entitled to receive the dividend payment from the operation

After the subscribers for the newly issued shares have been registered as the Company's shareholders and their names are recorded in the Company's shareholder register, they will have the same right to receive the dividends from business operations as the Company's existing shareholders.

7.3 The other

-None-

8. Other details necessary for shareholders to support their decision to approve the capital increase and allocation of newly issued shares

The Board of Directors is of the opinion that the allocation of newly issued shares under General Mandate would enhance the Company's business operations and facilitate the Company's fundraising process, such capital increase

would also enhance flexibility and diverse fundraising options of the Company to accommodate its proceeds utilization plan in the future.

9. Schedule of actions if the board of directors passes a resolution approving the capital increase and allocation of newly issued shares

Process	Estimated Processing Time
Board of Directors Meeting of the Company No. 2/2026	27 February 2026
Determination of the list of shareholders who are entitled to attend Annual General Meeting of Shareholders of the year 2026 (Record Date)	27 March 2026
Annual General Meeting of Shareholders for the year 2026 to approve the capital increase via General Mandate	29 April 2026
Registration of capital reduction and capital increase, including the amendment to the memorandum of association with the Ministry of Commerce	Within 14 days from the date of the shareholders' approval
Registration of paid-up capital with the Ministry of Commerce	Within 14 days from the date on which the share payment is received

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

Yours sincerely,

Somprasong Panjalak

(Mr. Somprasong Panjalak)

Chief Executive Officer

The Company's Articles of Association in relation to the Shareholders' Meeting

Shareholders' meeting, Proxy to attend the meeting and Voting rights

Article 27. The board of directors shall convene an annual general meeting of shareholders within 4 months of the last day of fiscal year of the Company.

The shareholders' meetings other than those specified above shall be called extraordinary general meetings of shareholders. The board of directors may summon an extraordinary general meeting of shareholders at any time as it is deemed appropriate, or when shareholders holding shares in aggregate not less than 10% of the total sold shares may jointly submit their names in a written notice requesting the board of directors to summon an extraordinary meeting at any time, provided that reasons for calling such meeting shall be clearly stated in the said notice. In this regard, the board of directors shall proceed to call a shareholders' meeting to be held within 45 days from the date of the receipt of such notice from the shareholders.

In case of the board of directors is not summon such meeting within the period prescribed in paragraph two, the shareholders who have jointly submit their names in such written notice or other shareholders who assemble their share to be a number as required by this Articles of Association, shall forthwith the summon of meeting within 45 days from the due date of the period prescribed in paragraph two. In this regard, it shall be considered that the shareholders' meeting is summoned by the board of directors, the company shall be responsible for the necessary expenses resulting from the meeting arrangement and facilitation as appropriate.

In case of the shareholders' meeting is summoned by the shareholders as prescribed in paragraph three, the number of shareholders attending the meeting cannot constitute a quorum as specified. The shareholders under the third paragraph shall jointly responsible for the expenses incurred from the arrangement of such meeting to the company.

Article 28. In summoning a shareholders meeting, the Board of Directors shall prepare a notice of the meeting, specifying the place, date and time, the agenda and the matters to be proposed at the meeting with proper details by stating clearly which of them are proposed for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on such matters and the notice shall be sent to the shareholders not less than 7 days prior to the date of such meeting. Publication of the notice of the meeting shall also be made in newspapers or via electronic means as prescribed by Laws for 3 consecutive days, which must not be less than 3 days prior to the date of the meeting. The notice of the meeting and relevant documents may be served via electronic means as prescribed by laws.

The notice of the meeting and relevant documents shall be kept as evidence, which may be stored in electronic form.

The shareholders meeting must be held in the locality where the principal business office of the company is intended to be situated or any provinces of Thailand or via electronic means.

Article 29. A shareholder may appoint any person as his/her proxy to attend the shareholders meeting and vote on his/her behalf. The proxy must be dated and signed by the shareholder to be in the form specified by the registrar.

The proxy must be submitted to the Chairman or the person designated by the Chairman at the place of the meeting before the proxy attends the meeting.

The appointment of proxy under the first paragraph may be made via electronic means which is secured and reliable that such appointment was made by the shareholder as prescribed by laws.

Article 30. In a shareholders' meeting, there shall be shareholders and proxies (if any) attending the meeting not less than 25 persons and holding shares in aggregate not less than one-third of the total issued shares, or shall be shareholders and proxies attending the meeting not less than one-half of the total number of shareholders and holding shares in aggregate not less than one-third of the total issued shares, to constitute a quorum.

At any shareholders' meeting, if 1 hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still not adequate to constitute a quorum as specified, if such shareholders' meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such shareholders' 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 7 days prior to the date of the meeting. In a subsequent meeting, a quorum is not required.

In a shareholders' meeting, the chairman of the board shall preside over the meeting. If the chairman is absent or is unable to perform his duties, if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. In the absence of the vice-chairman or the vice-chairman is unable to perform his duties, the meeting shall elect one of the shareholders attending the meeting to be the chairman of the meeting.

Article 31. In casting vote, one share is entitled to one vote and the resolution of a shareholders' meeting shall comprise the following votes:

- (1) In ordinary events, a majority vote of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths of the total number of votes of the shareholders who attend the meeting and have the right to vote.
 - (a) the sale or transfer of the whole or important parts of the business of the Company to other persons;
 - (b) the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - (c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - (d) the amendment of the Company's Memorandum of Association or Articles of Association;
 - (e) the increase or decrease in the Company's capital, or issuance of Company's debentures;
 - (f) the amalgamation or dissolution of the Company.

Article 32. Transactions to be conducted at an annual general meeting are as follows:

- (1) To consider the report of the board of directors as proposed to the meeting presenting the business operation result of the Company in the preceding year;
- (2) To consider and approve the balance sheet and the profit and loss statements of the preceding fiscal year;
- (3) To consider the appropriation of profits and the appropriation of reserve funds;
- (4) To appoint directors in replacement of the directors who retire by rotation and fix the directors' remuneration;
- (5) To appoint the auditor and fix his remuneration;
- (6) To transact any other businesses.

Identity verification documents and registration guideline for the attendance of the shareholders' meeting via electronic media (E-AGM)

According to policy of Securities and Exchange Commission of Thailand regarding practice for Shareholders' Meeting of Listed Company signed as 19 February B.E.2542 (1999). The company have the objective to be listed as a good practice which will create confidence among shareholders, investors and all related party Moreover, For the shareholders' meeting of listed company be transparent, fair and benefit to shareholder, the company agree to require documents to be inspected, present evidence of shareholder or representative of shareholder who have the right to attend the meeting for the shareholders to follow. However, because of some shareholders may be unfamiliar with the practice that we brought to adopt to the shareholder's meeting, thus, the company reserves the right to waive the submission of documents or evidences of shareholder or presentative of shareholder who has the right to attend the meeting, the company will consider appropriation case by case.

Shareholders attending the Meeting by themselves

1. Natural Person

1.1 Thai Nationality Shareholder

- (1) Copy of documents issued by government such as identity card, official identification card, driver's license and if there is a change of name-surname, please, submit the evidence that is still valid and has been signed.

1.2 Foreign Shareholder

- (1) Copy of shareholder's Passport that valid that is still valid and has been signed.

2. Legal Entity by Representative. (Authorized Director)

2.1 Legal Entity which registered in Thai

- (1) Copy of certificate of registered legal entity (not over 1 year) that certified true copy by representative (Authorized director) who attend the meeting with the cooperate seal (if any). Please, show identity card, official identification card or passport of authorized director which is still valid and has been signed.

2.2 Foreign Legal Entity

- (1) Copy of certificate of registered legal entity that issued by government of the country of business location not over 1 year and has been certified by authorize director with the cooperate seal (if any). Please, show Identity card, official identification card or passport, which valid of an authorized director which is still valid and has been signed.

- (2) In case of any documents do not have original in English, the shareholder shall translate that document in English and attached to the meeting. Moreover, the document shall be certified correctly of translation by an authorized director with cooperate seal (if any)

Granting a proxy to attend the E-AGM

Please submit the original proxy form or a proxy in the form of an electronic document, together with the supporting documents as specified below, to the Company. Such documents must be received by the Company **by 28 April 2026** at 13:30 hrs. via the following channels.

- **Email:** comsec@primeroadgroup.com
- **Postal Address:**
Company Secretary Department
Prime Road Power Public Company Limited
No. 1, 22nd Floor, TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road
Chatuchak Sub-District, Chatuchak District, Bangkok 10900

1. In case of Proxies is Natural person

1.1 Thai Shareholder

- (1) The proxy form sent with invitation letter to the shareholders' meeting (form A. or form B.), which has been filled out correctly and signed by the grantor and proxy.
- (2) Copy of Identity card, copy of official identification card or copy of state enterprise employee identification card which is valid and has been signed of grantor.
- (3) Copy of identity card or official identification card or copy of state enterprise employee identification card which is valid or copy of passport (in case of proxy is foreigner) of proxy that is valid and has been signed.

1.2 Foreign Shareholder

- (1) The proxy form sent with invitation letter to the shareholders' meeting (form A. or form B.), which has been filled out correctly and signed by grantor and proxy.
- (2) Copy of passport of shareholder of grantor that is valid and has been signed and copy of identity card or copy of official identification card or copy of state enterprise employee identification card (in case of proxy has Thai nationality) or copy of passport (in case of proxy is foreigner) of proxy which is valid and has been signed by the proxy.

2. In case of Proxies is Legal Entity

2.1 Legal Entity which registered in Thai

- (1) The proxy form sent with invitation letter to the shareholders' meeting (form A. or form B. or form C. for a custodian), which has been filled out correctly and signed by grantor and proxy.
- (2) Copy of certificate of registered legal entity that issued not over 1 year by the department of business development that certified true copy by authorized director with cooperate seal (if any) and has been certified true copy by an authorized person.
- (3) Copy of identity card or copy of official identification card or copy of passport (in case of the proxy is not Thai nationality) with valid of an authorized director as follow certificate of registered legal entity, which has been certified true copy and copy of identity card, copy of official identification card or copy of passport (in case of the proxy is not Thai nationality) which is valid and certified by the proxy.

2.2 Foreign Legal Entity

- (1) The proxy form sent with invitation letter to the shareholders' Meeting (form A. or form B. or form C. for a custodian), which correctly filled out and has been signed by the grantor and the proxy.
- (2) Copy of certificate of registered legal entity issued by government that have authority of country of entity and issued not over 1 year certified true copy by an authorized director with cooperate seal of entity (if any). Nevertheless, attached copy of identity card or copy of official identification or copy of passport which is still valid of authorized director or copy of identity card or copy of official identification card (in case of the proxy is Thai nationality) or copy of passport (in case of the proxy is not Thai nationality) of proxy which is valid and certified by the proxy.
- (3) In case of any documents do not have original in English, the shareholder shall translate that document into English and submit together with the copy of original. Moreover, the document shall be certified correctly of translation by an authorized director with the company's seal (if any) and if the documents were prepared in foreign country that should be certified by Notary public.

2.3 In case of proxy to independent director of the Company

- (1) The proxy form sent with invitation letter to the Shareholders’ Meeting (form A. or form B.) the shareholder shall give a proxy to any independent director of the company by checking in front of the name of the independent director as specified in the proxy by choosing only one person fill out the form correctly and completely and sign the proxy by the grantor.
- (2) In case of the proxy is natural person use copy of documents issued by government and proxy such as identity card, official identification card, driver’s license or passport. In addition, if there is a change of name-surname, please, submit the evidence. By the way the documents shall be certified true copy by the grantor and the proxy.
- (3) In case of proxy to Legal Entity, please use documents as follows
 - a. Copy of certificate of registered legal entity (not over 1 year), which certified true copy by representative and letter of attorney (if any). However, the document shall be shown text to indicate person who signed the document has an authority to represent the shareholder.
 - b. Copy of documents issued by government to the grantor such as identity card, official identification card, driver’s license or passport. if there is a change of name-surname, please, submit the evidence. In addition, the documents shall be certified true copy by the grantor.
 - c. Copy of documents issued by government to the proxy such as identity card, official identification card, driver’s license or passport. if there is a change of name-surname, please, submit the evidence. In addition, the documents shall be certified true copy by the proxy.

To submit a request to attend the meeting via electronic media (E-AGM) via the website or QR Code

- 1. Submit a request to attend the meeting via the INVENTECH CONNECT system (E-Request) through a web browser or QR Code.

Scan QR Code	Link
	https://fort.inventech.co.th/PRIME412922R/#/homepage

2. User Manual for the INVENTECH CONNECT System and Instructional Video.

Scan QR Code	Link
	https://www.inventech.co.th/user-manual/

Remark: The system for submitting a request to attend the meeting will be available from 22 April 2026 at 8:30 a.m. until 29 April 2026, or until the meeting is closed.

Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, will receive an E-mail from the meeting organizer which is a link for attending the meeting and a system’s user manual 1 day before the meeting date. Please study the manual to use the E-AGM meeting system in detail. If you haven't received the E-mail within 28 April 2026, please contact the Company immediately.
2. The electronic meeting system (E-AGM) will be available for login on 29 April 2026 at 11:30 a.m. (2 hours prior to the commencement of the meeting). Shareholders or proxies may log in using the provided Username and Password and follow the system user manual.
3. Voting through INVENTECH CONNECT (e-Voting) will be able to vote for each agenda only by voting approve, disapprove, or abstain. In case of not voting in any agenda, the system will be deemed to vote as approve immediately. Shareholders can study how to vote from INVENTECH CONNECT Manual.
4. If the attendees have any inconvenience or inconvenience in using the E-AGM system, you can contact Inventech Systems (Thailand) Co., Ltd. at the phone number specified in the E-mail sent you the system's user manual or Call Center: 02-931-9137.

If a shareholder wishes to appoint an independent director as a proxy:

For shareholders who are unable to submit a request to attend the meeting via electronic media (E-AGM) through the designated website or QR Code, and who are unable to attend the E-AGM in person or appoint another proxy to attend the E-AGM on their behalf, if the shareholders wish to appoint an independent director as their proxy, they may submit the request via electronic media in accordance with the prescribed procedures, or deliver the proxy form as shown in **Enclosure 11**, specifying one of the independent directors designated by the Company as the proxy, together with the supporting documents, to the Company. Such documents must be received by the Company **by 28 April 2026** at 13:30 hrs. via the following channels.

- E-mail address: comsec@primeroadpower.com
- Postal address:

Company Secretary Department

Prime Road Power Public Company Limited

No. 1, 22nd Floor, TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road

Chatuchak Sub-District, Chatuchak District, Bangkok 10900

Remarks: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote approve, disapprove, or abstain only and cannot divide a partial vote (except for the vote casted by a custodian).

In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) which is complete all information signed by the proxy grantor and the proxy correctly together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the proxy with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of identification card, or a copy of government officer identification card, or copy of passport (in the case of the foreigners) of the proxy with a certified the true copy;
6. Submit the documents to the Company. Such documents must be received by the Company by **28 April 2026** at 13:30 hrs. via the following channels.

- E-mail address: comsec@primeroadpower.com
- Postal address:

Company Secretary Department

Prime Road Power Public Company Limited

No. 1, 22nd Floor, TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road


Chatuchak Sub-District, Chatuchak District, Bangkok 10900

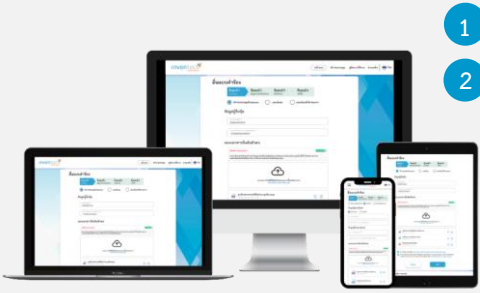
***** This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. *****

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://fort.inventech.co.th/PRIME412922R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - 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

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

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 **April 22, 2026 at 8:30 a.m. and shall be closed on April 29, 2026 Until the end of the meeting.**


3. The electronic conference system will be available on **April 29, 2026 at 11:30 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 28 April 2029 at 13.30 p.m.

- Email: comsec@primeroadgroup.com
- Postal address: Company Secretary Department
Prime Road Power Public Company Limited
No. 1, 22nd Floor, TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road
Chatuchak Sub-District, Chatuchak District, Bangkok 10900

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

 02-931-9137

 @inventechconnect

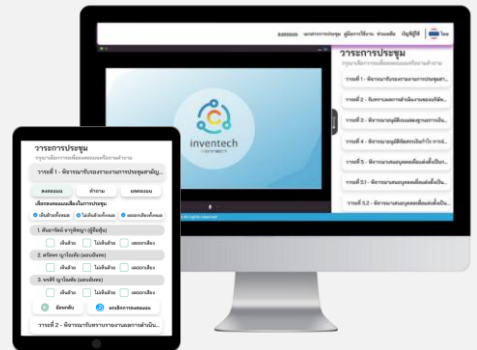
 The system available during April 22 - 29, 2026 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
[@inventechconnect](#)

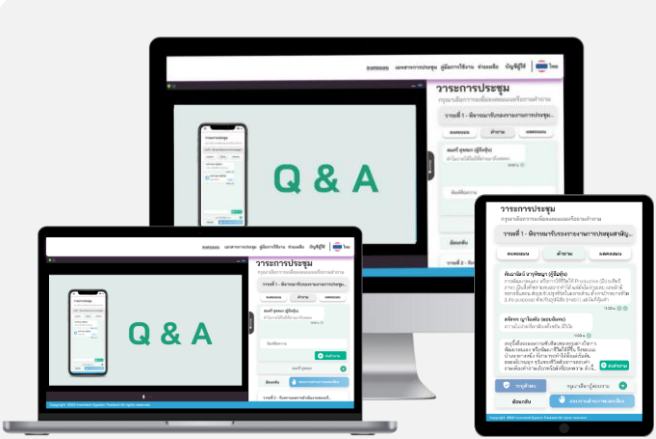
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 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 for that agenda 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 the microphone and camera

How to use Inventech Connect

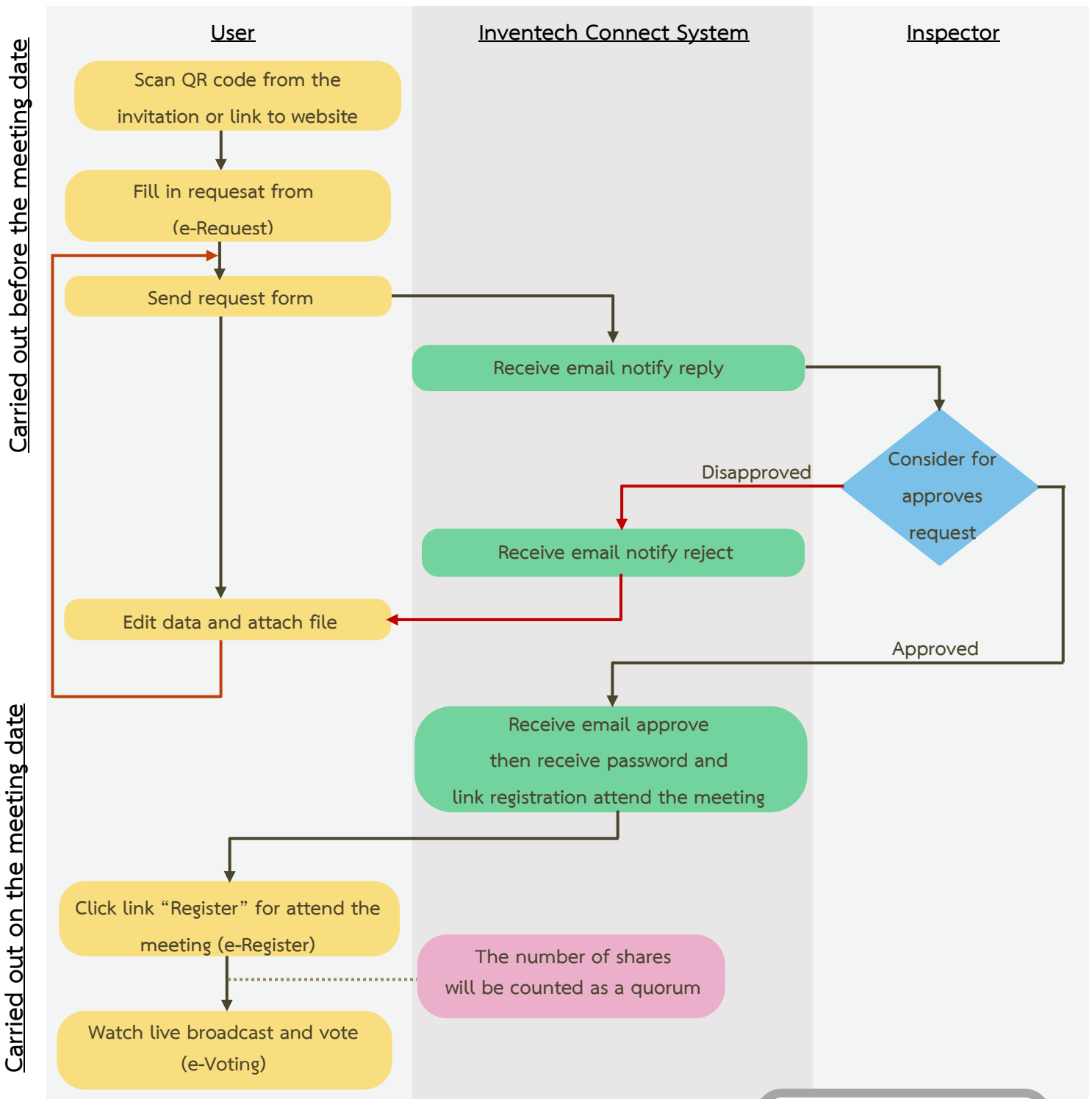


User Manual and Video of using Inventech Connect

* 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.**

Guidelines for attending of Electronic Meeting



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 to leave the quorum", the systems will be number of your shares out from the meeting base.

Privacy Notice for Director and Shareholder

Prime Road Power Public Company Limited, and its subsidiaries (hereinafter referred to as “Companies”) have prepared and announced the Privacy Policy for compliance of Personal Data Protection Act B.E. 2562 (“Act”).

Companies have announced the Privacy Notice to inform you regarding the Privacy Policy and the personal data processing activities and the rights of the Data Subject under the Act. Companies shall review and update this Privacy Notice to comply with the Act.

1. Data Processing Purpose

Companies have collected, used, and disclosed your personal data for the purpose of contract obligations which agreed by you and Companies and for the purpose of legal compliance with the following purposes.

- A. For contractual obligations and other agreements as agreed with you as well as any activities before entering into the contract and other agreements made between you and Companies.
- B. For processing your personal data to comply with the contract and other agreements as made between you and Companies.
- C. For the legitimate interests of Companies for processing your personal data, in which Companies have considered equality between the legitimate interests and your freedom rights.
- D. For the purposes which you expressly consented to Companies.
- E. For protection or prevention of your life, body, and health which you cannot consent to Companies due to any reasons.

2. Personal Data and Source of Collection

Companies have collected, used, and disclosed your personal data. Companies have obtained the personal data directly from you or from the other person which you have given express consent to Companies for provision or transfer of your personal data.

Companies have classified the personal data which Companies have collected as follows.

Type of Personal Data	Companies obtain directly.	Companies obtain from the other person with your express consent.	The other source of information which you intentionally disclose the personal data.
Private Data (First Name and Surname, Sex, Date of Birth, Identification Card Number, Training Record, and Working Record)	Yes	Yes	No
Contact Data (Address, Telephone Number, Email, or Social Media Contact)	Yes	Yes	No
Sensitive Data (Religion as you gave express consent)	Yes	Yes	No
Others (Please specify)	-	-	-

* When Companies have your personal data from the other sources, Companies shall inform you immediately according to the Act.

3. Disclosure of Personal Data

Companies shall not disclose your personal data to the third parties unless the disclosure is made under your instruction or is granted an express consent before the disclosure.

4. Retention Period of the Personal Data

Companies shall keep personal data for 10 years from the date which you are not Director or Shareholder.

At the end of the retention period necessary to keep the personal data according to the purposes as described or informed, Companies shall delete or destroy the personal data in accordance with the Security Measure of Personal Data and the Privacy Policy as announced within Companies.

5. Provision or Transfer of Personal Data to foreign countries

Companies shall not provide or transfer your personal data to foreign countries unless Companies have obtained your consent or have lawful basis to do so. Companies shall process personal data according to the Security Measure and the Privacy Policy as announced.

6. Rights and Execution of Rights of Data Subject

Companies have protected the rights of the Data Subject in accordance with the Act. The Data Subject shall have the rights as described in the Act. The Data Subject may contact the Data Protection Officer through the contact detail as specified in the Privacy Policy. Companies shall consider the request of the Data Subject to exercise the rights within 30 days unless Companies do not receive sufficient information.

Rights of Data Subject	Details
Right to withdraw consent	When Companies have processed your personal data after receipt of your consent, you as Data Subject, have the right to withdraw the consent at any time. Companies may continue in processing the personal data with the other lawful basis as specified in the Act Any cancellation of the consent may adversely affect upon the processing activity of the personal data. Companies shall inform the effect to you to get your confirmation before agreeing to comply with your request.
Right to access and to copy the personal data	You have the right to access or to copy the personal data which Companies collected, and may request Companies to disclose any personal data as Companies collected without your consent.
Right to request Companies to provide or transfer the personal data	You have the right to request Companies to provide or transfer the personal data if the personal data is stored in electronic format. The provision or transfer of your personal data may be provided or transferred only with your consent or with the necessity to comply with the agreed contract.
Right to object to the collection, use or disclosure of personal data	You have the right to object to the collection, use or disclosure of the personal data, unless Companies have processed the personal data according to the applicable law or Companies need to use the personal data as evidence for the legal proceeding.
Right to request to delete or destroy the personal data or make it not being personal data	You have the right to request Companies to delete or destroy the personal data or make it not being the personal data if Companies need not to process the personal data. Companies may object to complying with the request if Companies have collected, used or processed the personal data for legal compliance or for the legal proceeding of Companies.
Right to object the processing personal data	You have the right to request Companies to suspend the processing personal data temporary, for instance, when the data subject requests to correct the personal data or requests Companies to explain the lawful basis for processing personal data

Rights of Data Subject	Details
Right to request to update the personal data	You have the right to request Companies to update the personal data
Right to make the complaint	You have the right to make a complaint to the Office of Personal Data Protection Committee if there is illegal use of personal data or violation of the Act.

7. Security Measure for protection of the personal data

Companies have prepared the Security Measure of the protection of the personal data according to the Act for the collection, use or disclosure of the personal data. Companies have requested all employees to comply with the Security Measure strictly and have the auditing system for the compliance. The Security Measure to ensure that the personal data is not lost, unintentionally destroy or disclose, or the personal data is used in conflict with the informed purpose or the personal data is used by unauthorized personnel.

8. Data Protection Officer

Companies appointed Data Protection Officer and a Supporting Committee for Data Protection Officer to ensure the compliance of the Personal Data Protection Act.

Data Protection Officer (Legal Manager)

Email : dpo@primeroadgroup.com

Telephone: 02-105-8686 Ext. 109

The Supporting Committee for Data Protection Officer shall support the Data Protection Officer to investigate the collection, use and disclosure of personal data by Companies according to the Act. The Committee shall be responsible for reviewing the execution of the rights by Data Subject before approving the Data Subject’s request and the Committee shall inform the decision to the Data Subject without delay. The Committee shall cause Companies to record any rejection on the Data Subject’s request into the Record of Processing Activity.

The Privacy Notice is updated on 27 February 2024

(Duty Stamp
Baht 20)

Proxy Form A.
(General Form)

Written at.....

Date..... Month..... Year.....

(1) I/We.....Nationality.....

Residing at.....Road.....Sub-District.....

District..... Province..... Postal Code.....

(2) being a shareholder of **Prime Road Power Public Company Limited**

holding the total number of..... shares, and having the right to vote equivalent to votes
as follows:

ordinary share of.....shares, having the right to vote equivalent to..... votes,

preferred share of.....shares, having the right to vote equivalent to..... votes.

(3) Hereby appoint:

(1) Name age..... years,

residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(2) Name age..... years,

residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(3) Name age..... years,

residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(4) Mr. Apichart Pumsook Independent Director Age 57 years Residing at No. 501 Soi Somdet Phrachao
Taksin 4, Bang Yi Ruea Sub-District, Thonburi District, Bangkok 10600 or

(5) Mr. A Sachdev Independent Director Age 45 years Residing at No. 108 Soi Soi Wachiratham Sathit 31,
Bang Chak Sub-District, Phra Khanong District, Bangkok 10260

to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders Year 2026 on 29 April 2026 at 13.30 hrs. The Shareholders' Meeting will be held via electronic media (E-AGM) or any adjournment at any date, time and place thereof.

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Remark

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. The shareholders must appoint the proxy equal to the number of shares held. The proxy cannot be specified in certain parts less than the number of shares held.

Duty stamp
Baht 20

Proxy Form B.
(Proxy Form containing specific details)

Written at.....

Date..... Month..... Year.....

(1) I/We.....Nationality.....

Residing at.....Road.....Sub-District.....

District..... Province..... Postal Code.....

(2) being a shareholder of **Prime Road Power Public Company Limited**

holding the total number of..... shares, and having the right to vote equivalent to votes
as follows:

ordinary share of.....shares, having the right to vote equivalent to..... votes,

preferred share of.....shares, having the right to vote equivalent to..... votes.

(3) Hereby appoint:

(1) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(2) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(3) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(4) Mr. Apichart Pumsook Independent Director Age 57 years Residing at No. 501 Soi Somdet Phrachao Taksin 4, Bang Yi Ruea Sub-District, Thonburi District, Bangkok 10600 or

(5) Mr. A Sachdev Independent Director Age 45 years Residing at No. 108 Soi Soi Wachiratham Sathit 31, Bang Chak Sub-District, Phra Khanong District, Bangkok 10260

to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders Year 2026 on 29 April 2026 at 13.30 hrs. The Shareholders' Meeting will be held via electronic media (E-AGM) or any adjournment at any date, time and place thereof.

(6) I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

Agenda 1 Matters to be informed by the Chairman

- This agenda is for acknowledgement only. The voting is not required. -

Agenda 2 To adopt the minutes of the 2025 Annual General Meeting of shareholders

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve

Disapprove

Abstain

Agenda 3 To acknowledge the report on the Company's operating results for the year 2025

- This agenda is for acknowledgement only. The voting is not required. -

Agenda 4 To consider and approve the consolidated Financial Statements for the year ended 31 December 2025

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve

Disapprove

Abstain

Agenda 5 To consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2025

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve

Disapprove

Abstain

Agenda 6 To consider and approve the nomination of directors in place of those who retire by rotation

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

In the case of appointment of all directors

Approve

Disapprove

Abstain

In the case of appointment of individual directors as follows:

1. Mr. Surachet Chaipatanont

Approve

Disapprove

Abstain

2. Air Chief Marshal Surasak Meemanee

Approve

Disapprove

Abstain

3. Mrs. Wipaporn Chairatana

Approve

Disapprove

Abstain

Agenda 7 To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

Agenda 8 To consider and approve the appointment of the auditor for the year 2026 and the determination of audit fee

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

Agenda 9 To consider and approve the reduction of the Company's registered capital, the amendment to Article 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and the authorization to perform all related matters as appropriate

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

Agenda 10 To consider and approve the increase of the Company's registered capital to reserve for the capital increase under General Mandate and approve the amendment of the Article 4. of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters as appropriate

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

Agenda 11 To consider and approve the allocation of newly issued ordinary shares

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

Agenda 12 To consider other matters (if any)

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- Approve Disapprove Abstain

(7) Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(8) In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Remarks

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. In respect of the agenda as to the election of the directors, either the whole set of the nominated candidates or an individual nominee may be voted for.
3. In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

ALLONGE OF PROXY FORM B.

The appointment of proxy by the shareholder of Prime Road Power Public Company Limited

In the meeting of the Annual General Meeting of Shareholders for the Year 2026, on 29 April 2026 at 13.30 hrs. The Shareholders' Meeting will be held via electronic media (E-AGM) or any adjournment at any date, time and place thereof.

Agenda No..... Re.....

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Agenda No..... Re.....

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve Disapprove Abstain

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Duty stamp
Baht 20

Proxy Form C.

(For foreign shareholders who have custodians in Thailand only)

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550 (2007)

Written at.....

Date..... Month..... Year.....

(1) I/We.....Nationality.....

Residing at.....Road.....Tambol/Khwaeng.....

Amphur/Khet..... Province..... Postal Code.....

(2) In the capacity of a Depository and Trustee (Custodian) for.....
who is a shareholder of **Prime Road Power Public Company Limited**,

holding the total number of..... shares, and having the right to vote equivalent to votes
as follows:

ordinary share of.....shares, having the right to vote equivalent to..... votes,

preferred share of.....shares, having the right to vote equivalent to..... votes.

(3) Hereby appoint:

(1) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(2) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(3) Name age..... years,
residing at..... Road Sub-District.....

District..... Province..... Postal Code....., or

(4) Mr. Apichart Pumsook Independent Director Age 57 years Residing at No. 501 Soi Somdet Phrachao
Taksin 4, Bang Yi Ruea Sub-District, Thonburi District, Bangkok 10600 or

(5) Mr. A Sachdev Independent Director Age 45 years Residing at No. 108 Soi Soi Wachiratham Sathit 31,
Bang Chak Sub-District, Phra Khanong District, Bangkok 10260

to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders Year 2026 on 29 April 2026 at 13.30 hrs. The Shareholders' Meeting will be held via electronic media (E-AGM) or any adjournment at any date, time and place thereof.

(6) I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

Agenda 1 Matters to be informed by the Chairman

- This agenda is for acknowledgement only. The voting is not required. -

Agenda 2 To adopt the minutes of the 2025 Annual General Meeting of shareholders

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve.....votes

Disapprove.....votes

Abstain..... votes

Agenda 3 To acknowledge the report on the Company's operating results for the year 2025

- This agenda is for acknowledgement only. The voting is not required. -

Agenda 4 To consider and approve the consolidated Financial Statements for the year ended 31 December 2025

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve.....votes

Disapprove.....votes

Abstain..... votes

Agenda 5 To consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2025

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve.....votes

Disapprove.....votes

Abstain..... votes

Agenda 6 To consider and approve the nomination of directors in place of those who retire by rotation

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

- In the case of appointment of all directors
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes
- In the case of appointment of individual directors as follows:
 1. Mr. Surachet Chaipatamanont
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes
 2. Air Chief Marshal Surasak Meemanee
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes
 3. Mrs. Wipaporn Chairatana
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 7 To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 8 To consider and approve the appointment of the auditor for the year 2026 and the determination of audit fee

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 9 To consider and approve the reduction of the Company's registered capital, the amendment to Article 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital and the authorization to perform all related matters as appropriate

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 10 To consider and approve the increase of the Company's registered capital to reserve for the capital increase under General Mandate and approve the amendment of the Article 4. of the Memorandum of Association of the Company to be consistent with the increase of registered capital and the authorization to perform all related matters as appropriate

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 11 To consider and approve the allocation of newly issued ordinary shares

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

Agenda 12 To consider other matters (if any)

- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) To grant my/our proxy to vote as per my/our intention as follows:
 - Approve.....votes
 - Disapprove.....votes
 - Abstain..... votes

(7) Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(8) In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Remarks

1. Only foreign shareholders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.
2. Evidence to be attached with this Proxy Form are:
 - (a) Power of Attorney from the shareholder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder
 - (b) Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.
3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
4. In respect of the agenda as to the election of the directors, either the whole set of the nominated candidates or an individual nominee may be voted for.
5. In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached.

ALLONGE OF PROXY FORM C.

The appointment of proxy by the shareholder of Prime Road Power Public Company Limited

In the meeting of the Annual General Meeting of Shareholders for the Year 2026, on 29 April 2026 at 13.30 hrs. The Shareholders' Meeting will be held via electronic media (E-AGM) or any adjournment at any date, time and place thereof.

Agenda No..... Re.....

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve.....votes

Disapprove.....votes

Abstain..... votes

Agenda No..... Re.....

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(b) To grant my/our proxy to vote as per my/our intention as follows:

Approve.....votes

Disapprove.....votes

Abstain..... votes

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

Signed..... Grantor

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

Signed..... Proxy

(.....)

List and Details of the Independent Directors proposed by the Company
for the shareholders to appoint as the proxy



Mr. Apichart Pumsook Independent Director

Age: 57 years

Address: No. 501 Soi Somdet Phrachao Taksin 4, Bang Yi Ruea Sub-District, Thonburi District, Bangkok 10600

Conflict of interest in the agenda(s) of this Meeting: There is a conflict of interest in Agenda 7 Re: To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026

Other conflict of interest in this Meeting: No other conflict of interest that is different from other directors except the normal allocation of the meeting allowance.



Mr. A Sachadev Independent Director

Age: 45 years

Address: No. 108 Soi Wachiratham Sathit 31, Bang Chak Sub-District, Phra Khanong District, Bangkok 10260

Conflict of interest in the agenda(s) of this Meeting: There is a conflict of interest in Agenda 7 Re: To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026

Other conflict of interest in this Meeting: No other conflict of interest that is different from other directors except the normal allocation of the meeting allowance.


Electronic Proxy Guide of TSD (e-Proxy Voting – TSD Investor Portal)

Shareholders who wish to appoint a proxy electronically (e-proxy Voting), they must be a member of the TSD Investor Portal (using NDID or ThaiID) for identity verification.

System Opening Period The system will be open from one day after the meeting invitation is sent until 5.00 P.M. on the business day before the meeting.

Steps for Voting and Attending the Meeting via Electronic Media

Shareholders who wish to appoint a proxy via electronic media by themselves can follow these steps:

1. Log in to the TSD Investor Portal at <http://ivp.tsd.co.th/signin> or QR Code 
2. Select the menu "Other Transactions".
3. Choose "Proxy Appointment / Shareholders' Meeting Voting" and select "Create - Edit - Cancel".
4. **Agree** to the service terms and conditions.
5. **Verify your ID card status** to enable the proxy appointment and voting service.
6. **Authenticate your identity** by entering the Laser Code for verification with the Department of Provincial Administration.
7. Click "OTP Request" to receive a one-time password (OTP) for transaction confirmation.
8. Select the **security name** to proceed with proxy appointment or voting.
9. The system will display **shareholder rights details** and a list of proxy recipients.
10. Select a **director** to act as the proxy.
11. **Vote on each agenda item** by clicking the appropriate options and then selecting "Next" for each agenda item.
12. Once all agenda items are voted on, the system will generate a **proxy form** for **review** or **download**. After clicking "Close", the proxy form (Form B) will be available.

Stamp Duty Payment (If Not Covered by the Company)

- The system will display pending stamp duty payments for shareholders who need to settle the fee (only for transactions that have not been paid or completed).
- A popup will appear for stamp duty payment requests. Select the transactions to pay.
- Click "Pay Stamp Duty", and the system will submit the stamp duty payment request.
- Click "View QR" or "Pay-in Slip" to proceed with the payment at a bank. (**Your proxy appointment will only be completed after the stamp duty payment is successfully made**)
- For transaction inquiries, please check the "Transaction Status" menu


How to Register for the TSD Investor Portal

Link: <https://www.set.or.th/th/tsd/services/invertors/e-services/investor-portal>

Registration Requirements

- Must be an individual securities holder.
- Must have a Thai-registered mobile number to receive an OTP via SMS.
- Must have a valid email address to receive registration confirmation and benefit updates related to securities holdings.

Registration Steps

1. Register via the following <http://ivp.tsd.co.th/signin> or by scanning the QR Code. 
2. Select your identification card type.
3. Enter your national ID number (13-digit number) and click “Next” to proceed.
4. Review and accept the Terms & Conditions:
 - Read the service agreement for TSD Investor Portal.
 - Select the “Check box” to accept the terms.
 - Click “Next” to continue.
5. Identity verification and document submission (for Thai nationals using a device with a camera):
 - Enter your Laser Code (found on the back of your national ID card), title, full name, and date of birth.
 - Click "Verify with the Department of Provincial Administration".
6. Choose an identity verification method:
 - Option 1: Take a photo of your national ID card and a selfie with the ID card, then verify via ThaiID.
 - Option 2: Take a photo of your national ID card and verify via NDID (you must have mobile banking with a participating bank).
 - Click "Capture Photo" and "Confirm".
 - Click “Next” to proceed.
7. Open the ThaiID app or the selected bank’s mobile app to complete identity verification.

8. Return to the TSD Investor Portal registration page and enter the following details:
 - Username (email address)
 - Password
 - Mobile phone number
 - Click "OTP Request" to receive a one-time password
 - Click "Next"
9. Your registration details will be saved in the system.
10. Click "Finish".
11. A registration confirmation will be sent via SMS/email on the next business day.
12. Once approved by TSD, you can log in using your Username (email) and Password.

Submission Form of Questions before attending the Annual General Meeting of Shareholders
via Electronic Media (E-AGM)

Date Month Year

I.....nationality..... Residing at number

Road..... Tambon / Sub-district Amphoe / District

Province Postcode Email (e-mail)

Phone..... Shareholder Registration Number

A shareholder of Prime Road Power PCL. By holding shares in the total amount ofshares

Interest information (if any).....
.....

Question

1).....
.....
.....

2).....
.....
.....

Signed Shareholder

(.....)

Note:

Please submit the completed "Submission Form of Questions before attending the Annual General Meeting of Shareholders Electronic Media (E-AGM)" to the Company by **28 April 2026 13.30 hrs.** through the following channels:

• Email: comsec@primeroadgroup.com

• Postal Address:

Company Secretary Department

Prime Road Power Public Company Limited

No. 1, TP&T Tower, 22nd Floor, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900