



No. PDG/BOD/001/68

February 20, 2025.

Subject : Notification of the Resolutions from Board of Directors Meeting No.1/2025 (Revised)
Attention : Managing Director
The Stock Exchange of Thailand

Prodigy Public Company Limited (the “Company”) would like to inform the resolutions of the Board of Directors Meeting No.1/2025 held on February 19, 2025, at 10.30 a.m. with the following important resolutions.

1. Approve the payment of dividends

Resolution The Board of Directors’ meeting has considered and deemed it appropriate to propose to the Annual General Meeting of Shareholders for the year 2025 to approve the payment of dividends at the rate of 0.24 baht per share, totaling 71.280 million baht. The Company paid an interim dividend of 0.09 baht per share on September 5, 2024. The remaining dividend to be paid is 0.15 Baht per share for 296,999,929 shares, to be distributed from the operating results for July – December 2024 and retained earnings. All dividends will be subject to withholding tax at the rate prescribed by law. The list of shareholders entitled to receive dividends will be determined on March 19, 2025, and the dividends will be paid on May 21, 2025. However, granting these rights is still uncertain as approval is required from the shareholders’ meeting.

2. Proposed the appointment of a director to replace the director who has completed their term.

At the 2025 Annual General Meeting of Shareholders, there will be 3 directors who will retire by rotation as follows:

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|----------------|-------------|---|
| - Mr. Prayoon | Boonprasert | Independent Director/ Chairman of the Board of Directors / Audit Committee/ Corporate Governance Recruitment and Compensation Committee / Corporate Strategy, Risk and Sustainability Committee |
| - Ms. Thipawan | Uthaisang | Independent Director/ Chairman of the Audit Committee/ Corporate Governance Recruitment and Compensation Committee |



- Ms. Pikul Taksinwarajarn Independent Director/ Chairman of the corporate governance Recruitment and Compensation Committee / Audit Committee

The company has provided an opportunity for shareholders to nominate individuals with knowledge, capability, and appropriate qualifications for consideration in the upcoming board of directors election. From October 15, 2024 to January 15, 2025. It has been noted that shareholders have nominated two individuals for the position of director whose names are as follows:

1. Ms.Nardreree Arj-harnwongse
2. Mr.Pirachai Bencharongkul

Both individuals possess the knowledge, skills, and expertise that are suitable for conducting the company's business.

Resolution The Board of Directors meeting has been considered and deemed appropriate to be presented at the annual general meeting of shareholders for the year 2025 for consideration and approval of the appointment of a director to replace the director who has completed their term as follows:

1. Ms. Thipawan Uthaisang
2. Ms.Nardreree Arj-harnwongse
3. Mr.Pirachai Bencharongkul

The three directors are fully qualified and do not have disqualifying characteristics according to the laws and regulations specified by the company. So, the board shall appoint a director to replace the director who has completed their term.

3. Consider reducing the number on the board of directors.

Since one of the company's directors has resigned before the end of his term, the director position has become vacant. Therefore, the number of directors will be reduced to 9 from the original 10. The board of directors has considered the appropriate number of directors who can perform their duties effectively according to the principles of good corporate governance for listed companies in 2017 which stipulates that there should be no fewer than 5 directors and no more than 12 directors, depending on the size, type and complexity of the business. After considering the appropriateness and necessity for the business, the board of directors deems it appropriate to propose reducing the number of directors from 10 to 9.

Resolution The Board of Directors meeting has been considered and deemed appropriate to propose to the annual general meeting of shareholders for the year 2025 to consider approving the reduction.

The number of company directors has been reduced from 10 to 9 to align with the size, type, and complexity of the current business.



4. The Annual remuneration for the company's board of directors for the year 2025

According to the company's Article of Association, the directors are entitled to receive remuneration from the Company in the form of meeting allowances, gratuities, bonuses, or other benefits as considered by the shareholders' meeting.

Resolution The Board of Directors has considered and deemed it appropriate to propose the directors' remuneration for the year 2025 which consists of a monthly salary, meeting allowances, bonuses, and liability insurance for directors. The total amount shall not exceed 5 million baht for consideration and approval at the annual general meeting of shareholders for the year 2025.

5. Appointment of auditors and auditor's remuneration for the year 2025

Resolution The Board of Directors has been deemed appropriate to be proposed for consideration at the annual general meeting of shareholders for the year 2025 to the approval of appointment.

Ms. Isaraporn Wisutthiyan Certified Public Accountant Registration No. 7480

Or Mr. Chatchai Kasemsrithanawat Certified Public Accountant Registration No. 5813

Or Mr. Vacharin Pasaraongkul Certified Public Accountant Registration No. 6660

Which are all the company's auditors. EY Office Limited is the company's auditor and proposes.

The remuneration for the annual auditor for the year 2025 is 1,240,000.00 baht.

6. Approved the date for the annual general meeting of shareholders for the year 2025 and the record date for shareholders.

To determine the right to attend the annual general meeting of shareholders for the year 2025.

Resolution The Board of Directors has considered and approved the date and holding of the 2025 Annual General. The meeting of shareholders is as follows:

6.1 The 2025 Annual General Meeting of Shareholders will be set for Wednesday, April 23, 2025, at 10.00 a.m. at Pinklao Room 1, 9th Floor, Royal City Hotel No. 798, 800

Boromratchonnane Road, Bang Bamru Subdistrict, Bang Phlat District, Bangkok 10700.

6.2 The name of shareholders who are entitled to attend the 2025 Annual General Meeting of shareholders and the right to receive the dividend payment will be determined on Wednesday, March 19, 2025. (Record Date)



7 The agenda for the 2025 Annual General Meeting of shareholders will be as follows:

Resolution The Board of Directors approved the agenda for the 2025 Annual General Meeting as follows.

- Agenda 1 The matter; the Chairman notified in the 2025 Annual General Meeting of Shareholders.
- Agenda 2 To consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders
- Agenda 3 To inform and report on the Company's operating results for the year 2024.
- Agenda 4 To consider and approve the company's financial statements for the year 2024 ended December 31, 2024.
- Agenda 5 To consider and approve the dividend payment for the company's operation for the year 2024 ended on December 31, 2024.
- Agenda 6 To consider appointing directors to replace the directors who have completed their term.
- Agenda 7 To consider reducing the number of the Board of Directors.
- Agenda 8 To consider the Annual remuneration for the Board of Directors for the year 2025.
- Agenda 9 To consider the appointment of the auditor and auditor's remuneration for the year 2025.
- Agenda 10 Other matters (if any)

Please be informed accordingly.

Sincerely yours

(Mr.Thongchai Tansutat)

Managing Director