

No. PEER 035/2024

March 11, 2024

Subject: Notification of meeting date and agenda for the 2024 Annual General Shareholders' Meeting (*Revised*)

Attention: President
The Stock Exchange of Thailand

With reference to the resolution of Peer For You Public Company Limited (“the Company”) Board of Directors Meeting No. 6/2024 held on March 8, 2024, considered and approved the following important matters:

1. Approved to propose to the Shareholders' Meeting to consider and approve the non-appropriation of legal reserves and the omission of dividend payments for the year 2023 due the Company's operating loss.
2. It was resolved to propose to the shareholder meeting to consider and approve the amendment to Article 14 of the Company's Articles of Association.
3. Scheduled the 2024 Annual General Meeting of the Shareholders to be held on Tuesday, April 23, 2024 at 2.00 p.m. through electronic media (E-AGM) in order to consider the following agendas:

Agenda 1 **To acknowledge the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024**

The Board's Opinion

The Board of Directors considered the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 were correctly recorded and in accordance with the resolutions of the shareholders' meeting. It was deemed appropriate to propose to the meeting Shareholders acknowledge.

Agenda 2 **To acknowledge the Company's operating results for the year 2023**

The Board's Opinion

The Board of Directors has considered the Company's operating results for the year 2023 to be correct with sufficient disclosure of information. Thus, it is appropriate to propose to the Shareholders' Meeting to acknowledge the Company's operating results for 2023.

Agenda 3 **To consider and approve the Company's financial statements for the year ended December 31, 2023**

The Board's Opinion

The Board of Directors and Audit Committee considered that the Company's financial statements for the year ended December 31, 2023, which was duly audited by the auditor, were correct and complete in accordance with Thai Financial Report Standards. Thus, it is

appropriate to propose to the Shareholders' Meeting to approve the Company's financial statements for the year ended December 31, 2023.

Agenda 4 **To consider and approve the non-appropriation of legal reserves and the omission of dividend payment due to the Company's operating results in 2023**

The Board's Opinion

The Board of Directors considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the non-appropriation of legal reserves and the omission of dividend payment due to the Company's operating loss.

Agenda 5 **To consider and approve the appointment of the Company's directors to replace those whose terms are ending by rotation**

The Board's Opinion

The Board of Directors considered with consultation from the Nominating and Compensation Committee with careful consideration to ensure the nominated persons are qualified for the Company's business. Thus, it is deemed appropriate to propose to the Shareholders' Meeting to approve the appointment of 3 directors whose terms have expired to return to serve as directors for another term according to the following list

1. Mr. Supreedee Nimitkul
2. Ms. Natenapa Pusittanont
3. Mr. Issara Rounsuk-udom

Mr. Supreedee Nimitkul and Ms. Netnapa Phusittanon are qualified as independent directors. The committee has considered that the said person is able to express opinions independently and in accordance with relevant criteria. In this regard, the directors involved were not involved in considering this agenda. And there were no shareholders to propose persons to be considered as directors this time.

Agenda 6 **To consider and approve the remuneration of the Board of Directors and Subcommittees for 2024**

The Board's Opinion

The Board of Directors considered with the advice of Nomination and Compensation Committee and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the remuneration for Board of Directors and Sub-committees for 2024 of not exceeding THB 4,000,000 which is equal to last year, consisting of the meeting allowance for each meeting participated by the Board of Directors and Sub-Committees, and bonus*. The meeting allowance for each meeting participated of directors was proposed at the same amount as previous year as follows:

Currency : Thai Baht

Meeting allowance (per meeting)	Chairman	Director
Board of Directors	20,000	10,000
Audit Committee	20,000	10,000
Corporate Governance Committee	15,000	10,000
Nominating & Compensation Committee	15,000	10,000

There is no consideration for meeting allowance for the Executive Committee, the Risk Management Committee, Sustainable Development Committee and Investment Committee.

*Criteria for considering director's bonus

1. *The director's bonus shall not exceed 2% of the net profit according to the consolidated financial statements. In this regard, the consideration shall be mainly based on the profit from normal business operations of the Company, the directors' bonus shall not exceed 2% of annual dividend payment whichever is greater;*
2. *The calculation of the director's bonus and the meeting allowances and other remunerations given to directors for the whole year shall not exceed the amount approved by the general meeting of shareholders;*
3. *Directors' bonus allocated to directors by the chairman will receive at a rate of 1.25 parts to 2 parts (with the Nomination and Remuneration Committee to considering it as appropriate), while other directors will receive at the rate of 1 part per person.*
4. *Directors who are entitled to receive the directors' bonus must hold office until the date that the Board of Directors has approved the annual remuneration payment by considering the proportion of attendance throughout the year.*

Agenda 7 To consider and approve the appointment of the Company's audit and audit fee for 2024

The Board's Opinion

The Board of Directors with the advice of Audit Committee considered it appropriate to propose to the Shareholders' Meeting to consider and approve the appointment of any one of the following auditors from PricewaterhouseCoopers ABAS Ltd. to be the Company's auditor for the year ended December 31, 2024:

1. Ms. Sanicha Akarakittilap CPA No. 8470
(Being the company's auditor in 2023, total period 1 year) and/or
2. Ms. Nopanuch Apichatsathien CPA No. 5266
(Never been the company's auditor) and/or
3. Mr. Paiboon Tunkul CPA No. 4298
(Never been the company's auditor)

In the event that the aforementioned auditors are unable to perform their duty, PricewaterhouseCoopers ABAS Ltd. shall assign other certified auditors to audit and inspect the Company's financial statements on behalf of the such auditors, and agreed to propose to the Shareholders' Meeting to determine the audit fee for the year 2024 in the amount of THB 3,190,000 (Audit fee for 2023 was THB 3,140,000).

Agenda 8 **To consider and approve the amendment to the Company's Articles of Association, Article 14**

The Board's Opinion

The committee has considered It is deemed appropriate to propose to the shareholder meeting to consider and approve the amendment to the Company's Articles of Association, Article 14.

Company regulations that are requested to be amended

Existing Articles of Association	Amended Articles of Association
Article 14. The company shall have a board of directors of not less than 7 people and directors of not less than half of the total number of directors. Must have residence in the Kingdom And the company's directors must have the qualifications required by law.	Article 14. The company shall have a board of directors of not less than <u>5 people</u> and directors of not less than half of the total number of directors. Must have residence in the Kingdom And the company's directors must have the qualifications required by law.

Additionally, The Board of Directors deemed it is appropriated to propose to the shareholders' meeting for consideration and approval of authorization to the Chief Executive Officer. and/or any other person appointed by the Chief Executive Officer has the authority to register amendments to the Company's Articles of Association with the Department of Business Development, Ministry of Commerce, and to take any necessary action to comply with the registrar's orders in order to complete the registration process.

Agenda 9 **Other business (if any)**

4. Scheduled the record date for determining the shareholders who have the right to attend the 2024 Annual General Meeting of the Shareholders on March 29, 2024 (Record Date).
5. Approved to authorize the Chief Executive Officer and/or the person authorized by the Executive Committee and/or the Chief Executive Officer of the Company to have the authority to consider amending and/or adding meeting agendas as well as amending or changing the date, time, place and procedure for the 2024 Annual General Meeting of the Shareholders as deemed appropriate by considering the benefits and impacts to the shareholders.

In addition, the company has given shareholders an opportunity to submit questions. Propose an agenda and nominate persons to be considered for election as directors. To be included as an agenda for the 2024



Annual General Shareholders' Meeting from September 29 to December 31, 2023, it appears that no shareholders submitted matters to be included as an agenda to the Company.

Please be informed accordingly

Sincerely yours,

A handwritten signature in blue ink, appearing to read "Chirayu Chueyam".

Mr. Chirayu Chueyam

Chairman of the Executive Committee and Chief Executive Officer