


**Profiles of persons nominated to be elected as directors to replace directors whose terms will expire due to rotation**

Name	Ms. Yaowares Dejlerdpirat	
Age	45 years	
Nationality	Thai	
Type of director	Independent Director	
Type of director and position proposed for election	Independent Director / Audit Committee Member / Corporate Governance and Sustainable Committee Member	
Date of first taking office as a director	31 January 2026	
Period of being a director	3 months (From 31 January 2026 – April 2026)	
Education	<ul style="list-style-type: none"> <li>Bachelor of Accountancy, Chiang Mai University</li> </ul>	
Expertise	Accounting/Finance	
Attended the training course held by Thai Institute of Directors Association (IOD)	None	
Proportion shareholder (%) (As of 31 December 2025)	<ul style="list-style-type: none"> <li>Director: None</li> <li>Spouse / Minor child: None</li> </ul>	
Relation between Directors and Executives	None	
Record of legal offenses over the past 10 years	None	
Transaction history that may cause a conflict with the Company in 2025	None	

**Working experience and holding directors and executives in other companies**

<b>Positions in Listed Companies (None)</b>		
<b>Period</b>	<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
-	-	-
<b>Positions in unlisted Companies (1 Company)</b>		
<b>Period</b>	<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
2023 – Present	Accounting Director	Konvy International Co., Ltd. Online Retail Business
2020 - 2022	Group Accounting Director	Do Day Dream Co., Ltd. Manufacturing and Distribution of Cosmetics

**Directorship and management positions in other companies that may cause conflict of interest or is a company competition with the Company**

There is no position as a director and executive in the aforementioned company.

**Relationship of independent directors**

Having relationships with the Company / subsidiary / associated company or other juristic persons that cause conflict of interest or is a company that has competed with the Company at present or during the past 2 years

- |                                                                                                                       |      |
|-----------------------------------------------------------------------------------------------------------------------|------|
| (1) Being a director that is involved in management or is an employee, staff or advisor who receives a regular salary | None |
| (2) Being a professional service provider                                                                             | None |
| (3) Having family relationship with executive or major shareholders of the Company/ subsidiaries/associated companies | None |
| (4) Having significant business relations which may result in the inability to perform duties independently           | None |

**Meeting attendance in fiscal year 2025 (Between 1 January 2025 – 31 December 2025)**

- None

**Remarks:** Ms. Yaowares Dejlerdpipat was appointed as an Independent Director to replace Ms. Supattana Ngimhoung, pursuant to the resolution of the Board of Directors' Meeting No. 1/2026, effective from 31 January 2026. She will serve the remainder of the term of office previously held by Ms. Supattana Ngimhoung.


**Director Nomination Criteria**

The Company's policy for director nomination considers individual qualifications, knowledge, professional skills, and expertise, as well as the diversity of the Board structure and work experiences beneficial to the Company's business. Nominees must be able to dedicate sufficient time to their duties and possess no prohibited characteristics under relevant laws and regulations.

**Rationale and Justification for the Appointment of the Independent Director**

The Board of Directors, excluding interested directors, has jointly reviewed the qualifications of Ms. Yaowares Dejlerdpipat and deems it appropriate to propose to the Annual General Meeting of Shareholders for her re-appointment as an Independent Director for another term. This is based on her full qualifications for the position, in accordance with relevant laws and requirements concerning independent directors, as well as the Company's own criteria. She remains independent from major shareholders and the Company's management, possessing the ability to express opinions freely. Furthermore, she has sufficient knowledge and experience to effectively perform duties in reviewing the reliability of the Company's financial statements.

**Profiles of persons nominated to be elected as directors to replace directors whose terms will expire due to rotation**

Name	Mr. Niwat Lamunpandh	
Age	65 year	
Nationality	Thai	
Type of director	Non-Executive Director	
Type of director and	Non-Executive Director / Chairman of Corporate Governance and Sustainable Committee	
Date of first taking office as a director	23 April 2024	
Period of being a director	2 years (From 23 April 2024 – April 2026)	
Education	<ul style="list-style-type: none"><li>• Master of Public Administration, Suan Sunandha Rajabhat University</li><li>• Bachelor of Political Science, Ramkhamhaeng University</li><li>• National Defense Course, Class 49</li><li>• Advanced Political and Governance Course for Executives, Class 9 (Por Por Ror. 9)</li><li>• Executive Program in Management Sciences, Graduate School of Public Administration, National Institute of Development Administration</li></ul>	
Expertise	Law and Management	
Attended the training course held by Thai Institute of Directors Association (IOD)	<ul style="list-style-type: none"><li>• Director Accreditation Program (DAP) 105/2013</li><li>• Director Certification Program (DCP) 269/2019</li><li>• Role of the Chairman Program (RCP) 44/2019</li><li>• Advanced Audit Committee Program (AACP) 36/2020</li></ul>	
Proportion shareholder (%) (As of 31 December 2025)	<ul style="list-style-type: none"><li>• Director: None</li><li>• Spouse / Minor child: None</li></ul>	
Relation between Directors and Executives	None	
Record of legal offenses over the past 10 years	None	
Transaction history that may cause a conflict with the Company in 2025	None	

**Working experience and holding directors and executives in other companies**

<b>Positions in Listed Companies (2 Companies)</b>		
<b>Period</b>	<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
2021 – Present	Director Risk Management Committee Member Corporate Governance and Sustainable Committee Member	Britania PCL. Low-Rise Real Estate Development
2025 - Present	Executive Committee Chairman	Origin Property PCL.
2014 – Present	Director	Real Estate Development
<b>Positions in unlisted Companies (3 Companies)</b>		
<b>Period</b>	<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
2018 – Present	Director	Metropolitan Electricity Authority Public Enterprise
2015 – Present	Expert Member of Central Land Allocation Committee	Ministry of Interior Government Organization
Present	Director	Uthai Vichit Co., Ltd. Property Development and Real Estate Leasing Business
2025	Consultant	Menam Development Co., Ltd. Real Estate Development
2021 – 2023	Director	SRT Asset Co., Ltd. Asset Management and Benefit Procurement Business

**Directorship and management positions in other companies that may cause conflict of interest or is a company competition with the Company (11 Companies)**

<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
Director / Shareholder	Nicholas & Pascal Co., Ltd. Consultancy Services Business
Consultant	Navarang Asset Co., Ltd. Real Estate Development
Consultant / Shareholder	Ametus Development Co., Ltd. Real Estate Development
Condominium Juristic Person Manage	The Iconsiam Superlux Residences Condominium Juristic Person Manage
Condominium Juristic Person Manage	Hyde 11 Sukhumvit Condominium Juristic Person Manage
Condominium Juristic Person Manage	Navarang Residences Condominium Juristic Person Management Services Business
Condominium Juristic Person Manage	Sailom Suites Condominium Juristic Person Management Services Business
Condominium Juristic Person Manage	The View Phuket Condominium Juristic Person Management Services Business
Condominium Juristic Person Manage	Sevens Sea Pattaya Condominium Juristic Person Management Services Business

<b>Position</b>	<b>Name of Organization/Company/Business Type</b>
Condominium Juristic Person Manage	Sevens Sea Cote d Azur Pattaya Condominium Juristic Person Management Services Business
Condominium Juristic Person Manage	The Zea Sriracha Condominium Juristic Person Management Services Business

### **Director Nomination Criteria**

The Company's policy for director nomination considers individual qualifications, knowledge, professional skills, and expertise, as well as the diversity of the Board structure and work experiences beneficial to the Company's business. Nominees must be able to dedicate sufficient time to their duties and possess no prohibited characteristics under relevant laws and regulations.

### **Rationale and Justification for the Appointment of the Director**

As of 31 December 2025, Mr. Niwat Lamunpandh is currently hold directorship/being executives in above companies that may be deemed to have the same nature of business of the Company or its subsidiaries of PRI's property management business which required by the Public Company Limited Act to inform the meeting of shareholders prior to the appointment. The Board of Directors considered and resolved that the similarity of such businesses with the Company subsidiaries' business is insignificant and they are not considered as competitors. Therefore, it would not affect Mr. Niwat Lamunpandh ability to fulfill his duties and freely express his opinions as a director.

Regarding the rationale and necessity for nominating Mr. Niwat Lamunpandh as a director, the Board of Directors is of the opinion that Mr. Niwat Lamunpandh possesses extensive knowledge, competency, and experience, with specific expertise in condominium juristic person management and the management of real estate-related service businesses. Such expertise will enable him to provide valuable recommendations for formulating the company's business strategies and policies. Furthermore, he demonstrates strong leadership, vision, integrity, and ethics, with a transparent and unblemished professional record. Therefore, the appointment of Mr. Niwat Lamunpandh as a director will be highly beneficial to the company.

### **Meeting attendance in fiscal year 2025 (Between 1 January 2025 – 31 December 2025)**

- The Board of Directors Meeting: 5/5 times (equivalent to 100%)
- The Corporate Governance and Sustainable Committee Meeting: 1/1 time (equivalent to 100%)
- The 2025 Annual General Meeting of Shareholders: 1/1 time (equivalent to 100%)

**Profiles of the candidates who are nominated as directors**



Name	Ms. Nucharee Jitardhun
Age	45 years
Nationality	Thai
Director Type and Position Proposed for Appointment	Executive Director
Education	<ul style="list-style-type: none"> <li>● Master of Finance and Banking, Faculty of Business Administration, Ramkhamhaeng University</li> <li>● Bachelor of Accounting, Dhurakij Pundit University</li> </ul>
Expertise	Accounting/Finance
Attended the training course held by Thai Institute of Directors Association (IOD)	None
Proportion shareholder (%) (As of 31 December 2025)	<ul style="list-style-type: none"> <li>● Director: None</li> <li>● Spouse / Minor child: None</li> </ul>
Relation between Directors and Executives	None
Record of legal offenses over the past 10 years	None
Transaction history that may cause a conflict with the Company in 2025	None

**Working experience and holding directors and executives in other companies**

Positions in Listed Companies (2 Companies)		
Period	Position	Name of Organization/Company/Business Type
-	-	-
Positions in Unlisted Companies (14 Companies)		
Period	Position	Name of Organization/Company/Business Type
2026 - Present	Director	Wyde Furniture Co., Ltd. Manufacturing and Distribution of Home Decor Products
2026 - Present	Director	Prim Insurance Broker Co., Ltd. Insurance and Life Insurance Brokerage Business
2026 - Present	Director	UPM Design Studio Co., Ltd. Architectural and Structural Engineering Design Services
2024 - Present	Director	Uno Facility Management & Cleaning Co., Ltd. Facility Management Services
2024 - Present	Director	ProjectsAsia Limited Project Management Business

2023 - Present	Director	Livtech Lab Co., Ltd. Service and Residential Technology Development Services
2023 - Present	Director	Prop 2Morrow Co., Ltd. Marketing Communications and Public Relations Consultancy for Real Estate
2022 – Present 2020 – Present	Chief Financial Officer Director	PMM Property Management Co., Ltd. Condominium Juristic Person Management Services
2022 – Present 2020 – Present	Chief Financial Officer Director	Passion Realtor Co., Ltd. Agency and Brokerage Services
2022 – Present 2020 – Present	Chief Financial Officer Director	Crown Residence Co., Ltd. Luxury Condominium Juristic Person Management Services
2022 – Present 2020 – Present	Chief Financial Officer Director	Wyde Interior Co., Ltd. Turnkey Interior Design Services
2022 – Present	Chief Financial Officer	UPM Design Studio Co., Ltd. Architectural and Structural Engineering Design Services
2022 – Present	Chief Financial / Director	United Project Management Co., Ltd. Construction Consulting and Supervision Services
2022 – Present 2020 – Present	Chief Financial Officer Director	Hampton Hotel & Residence Management Co., Ltd. Residential Property Management Services
2022 – Present 2020 – Present	Chief Financial Officer Director	Uno Service Co., Ltd. Cleaning and Maintenance Services

**Work Experience in the Past 5 Years**

Period	Position	Name of Organization/Company/Business Type
2023 – Present	Company Secretary	Primo Service Solutions PCL.
2020 – Present	Chief Financial Officer	Holding company that provide one-stop service to real estate developers and related customers

**Directorship and management positions in other companies that may cause conflict of interest or is a company competition with the Company**

There is no position as a director and executive in the aforementioned company.

**Director Nomination Criteria**

The Company’s policy for director nomination considers individual qualifications, knowledge, professional skills, and expertise, as well as the diversity of the Board structure and work experiences beneficial to the Company's business. Nominees must be able to dedicate sufficient time to their duties and possess no prohibited characteristics under relevant laws and regulations.

**Rationale and Justification for the Appointment of the Director**

The Board of Directors, excluding interested directors, has jointly reviewed the qualifications of Ms. Nucharee Jitardhun and deems it appropriate to propose to the Annual General Meeting of Shareholders for her appointment as a Director of the Company. This is due to her full qualifications and the absence of any prohibited characteristics under relevant laws and regulations. Furthermore, she possesses extensive knowledge and expertise in fields and businesses related to the Company's operations.

## **Nomination Criteria and Procedures for Directors**

Board of Directors has established the Nomination and Remuneration Committee to identify and select qualified candidates for directorship. The Committee shall provide recommendations to the Board of Directors, which will then be submitted to the Shareholders' Meeting for approval. Candidates must possess the qualifications as stipulated in the Board of Directors' Charter. In the case of Independent Directors, they must also meet the specific qualifications as defined in the following definition of Independent Directors:

### **Definition of Independent Director**

The independent directors have important roles in building investors' confidence, imposing a balance on major shareholders' power and in aiming towards international standard of good corporate governance. The Company, therefore, has defined the following requirements for its independent directors, which is equivalent to the minimum regulations of the Securities and Exchange Commission of Thailand ("SEC") or The Stock Exchange of Thailand. ("SET") as follows:

- (A) Holding no more than 0.5 percent of the total shares with voting rights of the Company, parent company, subsidiary company, associated company, a major shareholder or the controlling person of the Company. In this regard, the total shares with the voting rights include shares hold by connected persons of such independent director.
- (B) Not being or having been the executive directors, employee, staff, advisor earning regular monthly salary, and the controlling person of the Company, parent company, subsidiary company, associated company, same-level subsidiary company, a major shareholder or the controlling person of the Company. Except that such person has retired from the aforementioned nature for not less than 2 (Two) years.
- (C) Not being a person who is related by blood or by legal registration in the nature of father, mother, spouse, sibling, and child, including spouse of child of another director, executive, a major shareholder, the controlling person, or person who is nominated to be director, executive, controlling person of the Company or subsidiary company.
- (D) Not having or had a business relationship with the Company, parent company, subsidiary company, associated company, a major shareholder, or the controlling person in the character that may interfere with independent discretion of oneself, including not being or having been a significant shareholder or the controlling person of the person who having the business relationship with the Company, parent company, subsidiary company, associated company, a major shareholder, or the controlling person. Except that the relationship in such manner has ended for not less than 2 (Two) years.

The business relationship under paragraph one shall include the normal business transactions for business operation, rental or lease of real estate, transactions related to asset, or service or providing or receiving financial assistance through receiving or lending loan, guarantees, providing assets as collateral, including any other similar actions, which result in the Company or counterparty being subject to indebtedness payable to other party in the amount starting from 3 (Three) percent of Net Tangible Asset of the Company or from 20,000,000 (Twenty Million) baht or more, whichever amount is lower. In this regard, the calculation of such indebtedness shall be in accordance with the method to calculating the value of Related Parties Transaction according to *the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transaction*. However, in order to consider such indebtedness shall include indebtedness that occurred during 1 (One) year before the date of establishing the business relationship with the same person.

- (E) Not being or having been an auditor of the Company, parent company, subsidiary company, associated company, a major shareholder or the controlling person, and not being a significant shareholder, the controlling person or partner of audit firm which have the auditor of the Company,

parent company subsidiary company, associated company, a major shareholder the controlling person. Except that such person has retired from the aforementioned nature for not less than 2 (Two) years.

- (F) Not being or having been a provider of professional service, which includes providing a service as legal advisor, or financial advisor, which receive the service fee more than 2,000,000 (Two Million) baht per year from the Company, subsidiary company, associated company, a major shareholder, the controlling person of the Company and not being a significant shareholder, the controlling person or partner of such provider of professional services. Except that such person has retired from the aforementioned nature for not less than 2 (Two) years.
- (G) Not being a director who is appointed as the representative of directors of the Company, a major shareholder, or shareholder who is a connected person of a majority shareholder.
- (H) Not undertaking any business of the same nature and in significant competition with the business of the Company or subsidiary company, or not being a significant partner in a partnership, or an executive director, employee, staff, advisor earning regular monthly salary, or holding more than 1 (One) percent of the total shares with the voting shares of another company that undertakes a business of the same nature and in significant competition with the business of the Company or subsidiary company.
- (I) Not having any other characteristics that cause the inability to express independent opinions on the business operation of the Company

After being appointed as an independent director that have any characteristics mentioned in the paragraph one (A) through (I), independent directors may be assigned by the Board of Directors to make decisions on business operation of the Company, parent company, subsidiary company, associated companies or same-level subsidiary company, a major shareholder or the controlling person in the form of collective decision.