

(F 53-4)

Capital increase report form
Peerapat Technology Public Company Limited

17 February 2025

We, Peerapat Technology Public Company Limited (“**the Company**”), hereby report on the resolutions of Board of Directors’ meeting No.1/2025, held on 17 February 2025, relating to a capital increase / share allotment as follows:

1. Capital decrease / increase:

- 1.1 The Board of Directors’ Meeting passed a resolution to propose to the 2025 Annual General Meeting of Shareholders to consider approving the decrease of the Company’s registered capitals totaling 9,349,652.50 Baht (Nine Million Three Hundred Forty Nine Thousand Six Hundred Fifty-Two Baht Fifty Satang), resulting that the registered capitals decrease from 203,829,348.00 Baht (Two Hundred Three Million Eight Hundred Twenty-nine Thousand Three Hundred Forty-eight Baht) to 194,479,695.50 Baht (One Hundred Ninety-four Million Four Hundred Seventy-nine Thousand Six Hundred Ninety-five Baht Fifty Satang) by ways of reducing ordinary share in the amount of 18,699,305 shares (Eighteen Million Six Hundred Ninety-nine Thousand Three Hundred Five Shares) at the par value of 0.50 Baht (Fifty Satang).
- 1.2 The Board of Directors’ Meeting passed a resolution to propose to the 2025 Annual General Meeting of Shareholders to consider approving the increase of the Company’s registered capitals totaling 29,171,954.00 Baht (Twenty-nine Million One Hundred Seventy-one Thousand Nine Hundred Fifty-four Baht), resulting that the registered capitals increase from 194,479,695.50 (One Hundred Ninety-four Million Four Hundred Seventy-nine Thousand Six Hundred Ninety-five Baht Fifty Satang) to 223,651,649.50 Baht (Two Hundred Twenty-three Million Six Hundred Fifty-one Thousand Six Hundred Forty-nine Baht Fifty Satang) by ways of issuing ordinary shares in the amount of 58,343,908 shares (Fifty-eight Million Three Hundred Forty-three Thousand Nine Hundred Eight Shares) (the “**Newly-Issued Shares**”) of which par value is of 0.50 Baht (Fifty Satang). Details of the capital increase are as follows:

Type of capital increase	Type of share	Number of shares (shares)	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	58,343,908	0.50	29,171,954
	Preferred	-	-	-
<input type="checkbox"/> General mandate	Ordinary	-	-	-
	Preferred	-	-	-

2. Allotment of new shares:

2.1 If specifying the purpose of utilizing proceeds

Allotted to	Number of shares (shares)	Ratio (old: new)	Sale price (THB/share)	Subscription and payment period	Note
Existing shareholders who have the right to receive stock dividend payment	Not exceeding 38,895,939 shares	10 existing shares: 1 stock dividend share	-	-	Please consider remark 1
Existing director, executives and employees of the Company and its subsidiaries who have the right to receive Employee Stock Option Program (PRAPAT ESOP 2025)	Not exceeding 19,447,969 shares	Please consider details in Enclosure 2	Please consider details in Enclosure 2	Please consider details in Enclosure 2	Please consider remark 2

Remark:

- The Board of Directors' Meeting has passed a resolution to propose the 2025 Annual General Meeting of Shareholders to approve the issuance and the allotment of the ordinary shares of not exceeding 38,895,939 shares (Thirty-eight Million Eight Hundred Ninety-five Thousand Nine Hundred Thirty-nine Shares), at the par value of 0.50 Baht (Fifty Satang), for underlying the stock dividend payment. The stock dividend shall be paid in accordance with the ratio of 10 (Ten) existing shares per 1 (One) stock dividend share. The Company sets the record date or specifying the list of shareholders who are entitled to receive the dividend on 7 May 2025 (Record Date) and determines the date of dividend payment on 26 May 2025. However, such right of shareholders to receive the dividend is still uncertain as this matter is required to be further approved by the upcoming AGM2025
- The Board of Directors' Meeting has passed a resolution to propose the 2025 Annual General Meeting of Shareholders to approve the issuance and the allotment of the ordinary shares of not exceeding 19,447,969 shares (Nineteen Million Four Hundred Forty-seven Thousand Nine Hundred Sixty-nine Shares) at par value of 0.50 Baht (Fifty Satang) for underlying the PRAPAT ESOP 2025 scheme. However, such transaction still uncertain as this matter is required to be further approved by the upcoming AGM2025.

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

In case that any shareholders hold the indivisible share remaining after such allocation stock dividend, the dividend shall be paid by cash dividend instead at the rate of THB 0.05 (Five Satang) per share to where the shareholder shall in finality, when the cash dividend is included, receive the total dividend of THB 0.08 (Eight Satang). In case of remaining shares after allotment of stock dividend and the subscription of ESOP, the Company will cancel all those by decreasing the registered capital.

3. Schedule for a shareholders' meeting to approve the capital increase/allotment:

The Company has scheduled the 2025 Annual General Meeting of Shareholders on Monday 28 April 2025 at 14.00 hrs. through electronic means (E-AGM) in accordance with the Emergency Decree on Meetings via Electronic Media B.E.2563, through electronic media (EAGM) and will be broadcast from the meeting room, 7th floor, number 406 Ratchadaphisek Road Samsen Nok Sub-district, Huai Khwang District, Bangkok 10310 by specifying the names of shareholders who have the right to attend the Annual General Meeting of Shareholders (Record Date) on 4 March, 2025.

4. Approval of the capital increase / share allotment by relevant governmental agency and conditions thereto (if any):

4.1 The Company shall register the increase of registered capitals and amend the Memorandum of Associations the Company within 14 (Fourteen) days after the shareholders' meeting has resolved such agendas, and operate to register the paid-up capital within 14 (Fourteen) days after the allotment date of stock dividend and/or PRAPAT ESOP 2025, as the case may be.

4.2 The Company shall operate to request an approval from the Stock Exchange of Thailand ("SET") to receive for newly issued ordinary shares from stock dividend and PRAPAT ESOP 2025 to be listed on the mai Stock Exchange or else that the Company's ordinary share has listed at that time.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase:

5.1 To allotment to existing shareholders as a return on investment by paying stock dividend instead of cash dividends for managing cash flow in the business.

5.2 To reserve for the issuance and offering of newly-issued ordinary share for the employee stock option program (PRAPAT ESOP 2025). The Company will utilize these capitals as the working capitals.

6. Benefits which the Company will receive from the capital increase/share allotment:

- 6.1 The Capital increase of the Company to be underlying the allotment of the stock dividend shall assist the Company to maintain its cash flow and enhance the share liquidity in the stock market.
- 6.2 The Capital increase of the Company to be underlying the issuance and the offering of newly issued ordinary shares to directors or employees (PRAPAT ESOP 2025) can motivate the directors, executives and/or employees of the Company and its subsidiaries. In addition, an increased capital received from PRAPAT ESOP 2025 will improve financial liquidity of the Company.

7. Benefits which shareholders will receive from the capital increase/share allotment:

- 7.1 Shareholders will receive the incentives from of stock dividend which can be traded after the Company had listed such stock dividend on the mai or on the SET to where the Company's ordinary share has listed at that time.
- 7.2 Shareholders will be able to trade the listed shares in an easier manner due to the share liquidity.
- 7.3 Shareholders will receive benefits from the growth of business in the future due to the issuance and offering of PRAPAT ESOP 2025 shares. This also motivates the directors and the employees to jointly work, leading to a better long-term operating results of the Company.

8. Other details necessary for shareholders to approve the capital increase/share allotment:

-None-

9. Schedule of action if the board of directors passes a resolution approving the capital increase or allotment of new shares:

No.	Procedures of the capital increase	Date/Month/Year
1.	Date of Board Directors' Meeting no.1/2025	17 February 2025
2.	Date to schedule the list of shareholders who entitled to attend the 2025 Annual General Meeting of Shareholders	4 March 2025
3.	Date of the 2025 Annual General Meeting of Shareholders	28 April 2025
4.	To register the capital increase and amendment of Memorandum of Associations with the Ministry of Commerce	Within 14 days after approval granted by the Annual General Meeting of Shareholders
5.	Date to determine the list of shareholders who entitled to receive the dividend in form of stock dividend and cash dividend	7 May 2025
6.	Dividend payment date by issuing stock dividend and cash dividend payment	26 May 2025
7.	Register the paid-up capital after paying stock dividend allocation	To be informed
8.	List the stock dividend in the Stock Exchange	To be informed
9.	Offering of PRAPAT ESOP 2025 shares to directors, executives, and employees	To be informed

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

Signed _____ Authorized director

(Mr. Suebpong Ketnute)

(To be signed by the directors who are authorized to sign on behalf of the Company, with the Company's seal affixed)

Signed _____ Authorized director

(Mr. Annop Julaphan)