



- Translation -

Ref. TIPCO 004/2024

February 19, 2024

Subject: Fixing the date, the agenda of the Annual General Shareholders' Meeting for the year 2024, the dividend payments for the year 2023, and amending the Company's Articles of Association No. 13, 40

Attention: President & Director
The Stock Exchange of Thailand

The Board of Directors' Meeting No. 2/2024 on February 19, 2024, has passed the resolutions as follows:

1. To recommend the dividend payment per share for the year 2023 at 0.81 baht, paid from the net profit and retained earnings, based on the Company's financial statements as of 31 December 2023, total amount of 357,108,933.60 baht which is 100% of net profit of separate financial statements. On December 12, 2023, the Company has already made an interim dividend payment at 0.11 baht per share for the performance from 1 January 2023 – 30 September 2023, total amount of 53,083,760.40 baht. Therefore, the remaining 2023 dividend is 0.63 baht per share from the net profit for the year 2023 and retained earnings, equivalent to the dividend payment in the amount of 304,025,173.20 baht and paid dividend on Friday, May 3, 2024.

A shareholder who is natural person is entitled to a tax credit in accordance with the criteria in Section 47 bis of the Revenue Code, at the rate of 20/80 for his/her dividend.

The dividend will be paid to the shareholders, who are entitled to receive dividends on the Company's Articles of Association, listed on the record date on Wednesday, April 17, 2024.

However, the resolution of Dividend payment will be presented in the Annual General Shareholders' Meeting for the year 2024, for approval.

2. To hold the Annual General Shareholders' Meeting (AGM) for the year 2024 on Friday, April 5, 2024, at 10.00 hours at TIPCO TOWER 1, 5th Floor Auditorium, 118/1 Rama 6 Road, Phayathai Sub-district, Phayathai District, Bangkok 10400 to consider the following agenda:
 1. To consider and adopt the minutes of the Annual General Shareholders' Meeting (AGM) for the year 2023 on April 7, 2023.
Opinion of the Board: Recommend the AGM to approve the minutes as outlined in the enclosed document.
 2. To acknowledge the directors' annual performance report on the Company's 2023 performance.

Head Office : 118/1 TIPCO Tower, Rama 6 Road, Phaya Thai Sub-district, Phaya Thai District, Bangkok. 10400 Thailand, Tel : (662) 273 6200

Factory : 205/1 Moo 2, Tambon Pongyang, Maerim District, Chiangmai Province 50180 Thailand.

Factory : 999 Moo 7 Phu Kham, Wichian Buri, Phetchaboon 67180 Thailand.

สำนักงานใหญ่ : เลขที่ 118/1 อาคารทีปโก้ ถนนพระราม 6 แขวงพญาไท เขตพญาไท กรุงเทพมหานคร 10400, โทร (02) 273 6200

โรงงานเชียงใหม่ : เลขที่ 205/1 หมู่ 2 ตำบลโป่งแยง อำเภอแมริม จังหวัดเชียงใหม่ 50180 ประเทศไทย

โรงงานเพชรบูรณ์ : เลขที่ 999 หมู่ที่ 7 ตำบลพุดาม อำเภอวิเชียรบุรี จังหวัดเพชรบูรณ์ 67180 ประเทศไทย

Opinion of the Board: Recommend the AGM to acknowledge the directors' annual performance report on the Company's 2023 performance.

3. To consider and approve the audited financial statements for the year ended December 31, 2023.

Opinion of the Board: Recommend the AGM to approve the audited financial statements for the year ended December 31, 2023

4. To consider and approve the allocation of profit and dividend payment for the year 2023.

Opinion of the Board: Recommend the AGM to approve dividend payment for the year 2023 at 0.74 baht per share. On December 12, 2023, the Company has already made an interim dividend payment at 0.11 baht per share. Therefore, the remaining 2023 dividend is 0.63 baht per share.

5. To consider and elect the directors to replace the retiring directors

Opinion of the Board: Recommend the AGM to re-elect 3 retired on term directors, namely, for the next term.

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| 1. Mr. Paisal Pongprayoon | Director |
| 2. Mr. Thammasak Jittimaporn | Director |
| 3. Ms. Krithpaka Boonfueng | Director |

6. To consider and approve the determine director remuneration for the year 2024.

Opinion of the Board: Recommend the AGM to approve the director's remuneration as proposed. However, remuneration per member remained the same as 2023.

Position	Monthly Remuneration	Remuneration from Operating Results
Chairman of the Board of Directors	Baht 50,000/month	Baht 600,000/annum
Member of the Board of Directors	Baht 40,000/month	Baht 480,000/annum
Chairman of the Audit Committee	Baht 70,000, four times per annum	-
Member of the Audit Committee	Baht 50,000, four times per annum	-
Chairman of the Nomination and Remuneration Committee	Baht 60,000/annum	-
Member of the Nomination and Remuneration Committee	Baht 40,000/annum	-

7. To consider and approve the appointment of an auditor(s) and its remuneration fees for the year 2024.

Opinion of the Board: Recommend the AGM to approve the appointment of

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|-----------------------------|-----------------------|
| Mr. Natthawut Santipet | C.P.A no. 5730 and/or |
| Ms. Isaraporn Wisutthiyan | C.P.A no. 7480 and/or |
| Mr. Pornanan Kitjanawanchai | C.P.A no. 7792 |



The auditors from EY Office Limited as the external auditor of the Company for the year 2024 with the remuneration of 1,230,000 baht per year.

8. To consider amendment of the Company’s Articles of Association No.13, 40
Opinion of the Board: Recommend the AGM to approve the amendment of the Company’s Articles of Association No.13, 40 as proposed.

Company’s Current Articles of Association	Proposed change
<p>Clause 13. The number of the directors on the board of directors of the company shall be determined by the meeting of shareholders but not less than five people. There shall be not less than three independent directors who are not executive directors and do not have relation with regular administrative work and they are not major shareholders of the company. Directors of not less than one half of all directors must have residence in the kingdom.</p> <p>Every director must perform their duty with honesty and carefulness and must use discretion with free will and in necessary case, for the benefit of the company; there shall be objection to the action of other directors or the management.</p> <p>The directors of the company are eligible to receive remuneration for the duty performed and the remuneration is salary, meeting allowance, allowance, and bonus.</p>	<p>Clause 13. The number of the directors on the board of directors of the company shall be determined by the meeting of shareholders but not less than five people. There shall be not less than three independent directors who are not executive directors and do not have relation with regular administrative work and they are not major shareholders of the company. Directors of not less than one half of all directors must have residence in the kingdom.</p> <p>Every director must perform their duty with honesty and carefulness and must use discretion with free will and in necessary case, for the benefit of the company; there shall be objection to the action of other directors or the management.</p> <p>The directors of the company are eligible to receive remuneration for the duty performed and the remuneration is salary, meeting allowance, allowance, and bonus.</p> <p><u>Director of the position in Chief Executive Officer, refrain from paying remuneration from being a director.</u></p>
<p>Clause 40. No dividend is allowed to be made from any other fund except the profit. If the company still has retained losses, no dividend is allowed.</p> <p>Dividend is made in accordance with the number of shares equally.</p> <p>The board of directors may pay an interim dividend to the shareholders periodically if it is evident that the company has sufficient profit to do so and is required to report to the meeting of shareholders in the next meeting.</p>	<p>Clause 40. No dividend is allowed to be made from any other fund except the profit. If the company still has retained losses, no dividend is allowed.</p> <p>Dividend is made in accordance with the number of shares equally.</p> <p>The board of directors may pay an interim dividend to the shareholders periodically if it is evident that the company has sufficient profit to do so and is required to report to the meeting of shareholders in the next meeting.</p>



The dividend payment is required to be made within one month since the date that the meeting of shareholders or board of directors has made a resolution as applicable and is required to be informed to the shareholders in writing and to advertise such notification of dividend payment in the newspaper.

The dividend payment is required to be made within one month since the date that the meeting of shareholders or board of directors has made a resolution as applicable and is required to be informed to the shareholders in writing and to advertise such notification of dividend payment in the newspaper or via electronic means in accordance with the criteria as prescribed by law.

9. To consider other matters (if any)

The record date and the Shareholder's register book closing date for the right to attend the Annual Shareholder's Meeting for the year 2023 shall be on Tuesday, March 5, 2024.

Please be informed accordingly.

Sincerely yours,

- Signed -

Mr. Pasit Akkaranunkorranich
Chief Executive Officer