

- Translation -

Lor khor. 10/2565

26 April 2022

Subject: Report on the resolution of the 47th Annual General Meeting of Shareholders.

To: President of The Stock Exchange of Thailand

The 47th Annual General Meeting of Shareholders of TPCS Public Company Limited on Tuesday, April 26, 2022 at 10.00 at Chao Phraya Room 2, Montien Riverside Hotel, 372 Rama 3 Road, Khwang Bang Khlo, Khet Bang Kho Laem, Bangkok. There was a resolution on each agenda as follows:

1. Certification of the minutes of the 46th Annual General Meeting of Shareholders., The resolution adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	92,731,829 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

2. The meeting acknowledged of the Report of the Board of Directors for the past year.

3. Approval of the Financial Statements as of 31 December 2021. The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	92,731,829 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

4. Approval of the allocation of profit and dividend payment as follows:

- 4.1 Legal reserve is fully reserved.
- 4.2 General reserve: Set general reserve allocation of 5,600,038.44 Baht
- 4.3 Dividend payment: Set the dividend payment from the operating period 1 January 2021 to 31 December 2021 and retained earnings, at the rate of 0.75 Baht per share (Seventy-five Satang), Total of 81,000,000 Baht (Eighty-one million Baht), which comprises of 2 parts
 - 4.3.1 0.50 Baht per share (Fifty Satang), will be paid out of net profits gained from corporate tax-exempted business (BOI).
 - 4.3.2 0.25 Baht per share (Twenty five Satang), will be paid out of net profits gained from 20% corporate tax-paid business.

The above dividend distribution shall be payable to the Shareholders entitling to whom listed on the record date on 5 May 2022 and the dividend payment will be made on 25 May 2022.

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	92,731,829 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

5. Approval of the Election the company directors to replace those who retire by rotation. The resolution was adopted as follows:

Name	Approved		Disapproved		Abstained		Invalid ballots	
	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *	Vote(s)	% *
5.1 Mr. Suchai Narongkananukul	92,731,829	100	None	0	None	0	None	0
5.2 Mr. Amut Rattanapathimakorn	92,731,829	100	None	0	None	0	None	0
5.3 Mr. Nattavudh Pungcharoenpong	92,731,829	100	None	0	None	0	None	0

Note * Representing the total votes of Shareholders attending the meeting and having the rights to vote.

Accordingly, The Board of Directors for 2022 comprising 11 members as follows:

1. Mr. Manu Leelanuwatana
2. Mr. Suchai Narongkananukul
3. Mr. Arnut Rattanapathimakorn
4. Mr. Chanin Ratanavijai
5. Mr. Somnuek Thungpukdee
6. Mr. Koravit Narongkananukul
7. Miss. Sirikul Dhanasarnsilp
8. Mr. Padoong Techasarintr
9. Dr. Utid Tamwatin
10. Assoc. Prof. Dr. Supachet Chansarn
11. Mr. Nattavudh Pungcharoenpong

Whereby one-third of the total Board Members are Independent Directors. The 4 Independent Directors are Mr. Padoong Techasarintr, Dr. Utid Tamwatin, Assoc. Prof. Dr. Supachet Chansarn and Mr. Nattavudh Pungcharoenpong which all 4 persons are also members of the Audit Committee of the Company.

6. Approval of the remuneration of directors for the year 2022 at the amount not exceeding of 15,000,000.-Baht per year (Fifteen million Baht) and assigned the Remuneration Committee to further allocate said remuneration to the directors. The remuneration details were as follow:

Remuneration	Chairman	Director
1. Annual remuneration	paid to all directors, based on the consideration by the Remuneration Committee.	
2. Meeting allowance : paid to person attending the meeting.		
• For The Board of Directors	12,000.- Baht/ time	10,000.- Baht/time
• For The Audit Committee, The Nomination Committee, The Remuneration Committee, The Corporate Governance and Risk Management Committee.	10,000.- Baht/ time	8,000.- Baht/time
• For The Audit Committee (Quarterly)	60,000.- Baht/ time	30,000.- Baht/ time
3. Other Benefits	- None -	

Whereas above remuneration criteria need to receive the approval by the Board of Directors, and not exceed the budget amount approved by the shareholders' meeting.

The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting as follows:

Approved	92,731,832 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

7. Approval of appointment of the Auditors for the year 2022 from ASV & Associates Limited as follows :

- 7.1 Mr. Prasitporn Kesama, certified public accountant no. 9910 or
- 7.2 Mr. Satis Kiatgunwgri, certified public accountant no. 9760 or
- 7.3 Mr. Anusorn Kiatgunwgri, certified public accountant no. 2109 or
- 7.4 Ms. Kwunjai Kiatgunwgri, certified public accountant no. 5875

Providing one of the proposed auditors the authority to audit and certified the financial statements of the company, whereas audit fees and other fees of 1,045,000.-Baht (One million forty-five thousand Baht). The resolution was adopted unanimously out of the total votes of the shareholders attending the meeting and having the rights to vote as follows:

Approved	92,731,832 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

8. Other matters (if any) – none –

Please be informed accordingly.

Yours Sincerely,

.....*Mr.Chanin Ratanavijai*.....
(Mr.Chanin Ratanavijai)
Director and Corporate Secretary

Corporate Secretary.

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