

- Translation -

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23 April 2024

Subject: Report on the resolution of the 49th Annual General Meeting of Shareholders.

To: President of The Stock Exchange of Thailand

The 49th Annual General Meeting of Shareholders of TPCS Public Company Limited on Tuesday, 23 April 2024 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 48th Annual General Meeting of Shareholders., 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	92,483,819 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. Approved the Financial Statements for the year ended 31 December 2023. 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	92,488,119 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

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

4.1 Statutory reserve is fully reserved.

4.2 General reserve: Set general reserve allocation of 4,208,564.51 Baht

4.3 Dividend payment: Set the dividend payment from the operating performance of the year 2023, at the rate of 0.65 Baht per share (Sixty-five Satang), a total of 70,200,000 Baht (Seventy million two hundred thousand Baht), which comprises of 2 parts

1) 0.40 Baht per share (Forty Satang), will be paid out of net profits gained from corporate tax-exempted business (BOI).

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 entitled to whom listed on the record date on 2 May 2024 and the dividend payment will be made on 20 May 2024.

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	92,488,119 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 Dr. Utid Tamwatin	92,488,119	100	None	0	None	0	None	0
5.2 Dr. Pisit Leeahtam	92,488,119	100	None	0	None	0	None	0
5.3 Miss Rachanee Luevipasakul	92,488,119	100	None	0	None	0	None	0
5.4 Miss Natthakan Thanawadee	92,488,119	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 2024 comprising 11 members as follows:

1. Mr. Suchai Narongkananukul
2. Mr. Koravit Narongkananukul
3. Mr. Arnut Rattanapathimakorn
4. Mr. Somnuek Thungpukdee
5. Miss Rachanee Luevipasakul
6. Miss Sirikul Dhanasarnsilp
7. Miss Natthakan Thanawadee
8. Mr. Padoong Techasarintr
9. Dr. Utid Tamwatin
10. Dr. Pisit Leeahtam
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, Dr. Pisit Leeahtam and Mr. Nattavudh Pungcharoenpong

6. Approved the remuneration of directors for the year 2024 at the amount not exceeding of 15,000,000.- Baht per year (Fifteen million Baht), and assign the Remuneration Committee to further allocate said remuneration to the directors. The remuneration details were as follows:

Remuneration	Chairman	Director
1. Annual remuneration	paid to all directors, based on the consideration by the Remuneration Committee.	
2. Meeting allowance: paid to the 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 Sustainability 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 the above remuneration criteria need to receive 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	92,488,119 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

7. Approved the appointment of the 6 Auditors for the year 2024 from Nexia ASV (Thailand) Co., Ltd. as follows:

1. Mr. Prasitporn Kesama, certified public accountant no. 9910 or
2. Mr. Satis Kiatgungwalgri, certified public accountant no. 9760 or
3. Mr. Anusorn Kiatgungwalgri, certified public accountant no. 2109 or
4. Ms. Kwunjai Kiatgungwalgri, certified public accountant no. 5875 or
5. Miss Juthamas Kraikittiwut, certified public accountant no. 9356 or
6. Miss Boonpen Likitvarin, certified public accountant no. 8668

Providing one of the proposed auditors the authority to audit and certify the financial statements of the company, with audit fees and other fees of 1,045,000.-Baht (One million forty-five thousand Baht). The Meeting also acknowledged the annual audit fees for the year 2024 financial statements of the Company's subsidiaries audited by Nexia ASV (Thailand) Co., Ltd., totaling 3 companies for the total audit fees of 510,000.-Baht (Five hundred ten thousand Baht) which are borne by each subsidiary.

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	92,488,119 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

8. Approved the amendment of the Company Articles of Association, i.e., Article 28, Article 34, Article 39, and Article 56 as above proposed to comply with the amendments of the Public Limited Companies Act (No. 4) B.E. 2565 (2022) which allow public limited companies to use electronic means to convene in the meetings.

In addition, the meeting approved the delegation of authority to the Board or any persons delegated by the Board to perform any necessary acts according to the registrar's orders for the successful completion of the relevant registration.

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

Approved	92,488,119 votes	or	100 %
Disapproved	None	or	0 %
Abstained	None	or	0 %
Invalid ballots	None	or	0 %

9. Other matters (if any) – none –

Please be informed accordingly.

Yours Sincerely,

.....*Miss Darunee Supo*.....
(Miss Darunee Supo)
Corporate Secretary

Corporate Secretary.

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