



TK.009/2567

February 29, 2024

Subject: TK announces annual dividend payment / Change in Chief Accountant and date for AGM 2024

Attn: President, The Stock Exchange of Thailand

The Board of Directors meeting of Thitikorn Public Company Limited No.1/ 2024 held on February 29, 2024 has passed the following resolutions:

1. The Board of Directors has reviewed and would like to seek dividend payment approval from AGM for operating results for the financial year 2023 from net profit and retained earnings at the rate of 0.25 baht per share, or equivalent to 135.7% of net profits after deducting the company's income tax (**Consolidated FS**), **which is not** in accordance with the dividend payment policy, which is not exceeding 60% of the net profit after deducting the company's income tax (**Consolidated FS**), due to the company net profit of 92.1 Million Baht. However, the Company has unappropriated retained earnings of separate financial statements amount 2,552.6 Million Baht and has liquidity which is cash and cash equivalents and fixed deposits with banks of 2,180.0 Million Baht (**Consolidated FS**), therefore, the company has an excess of surplus liquidity to be able to pay dividend to shareholders.

Detail of Dividend Payment	Year 2023	Year 2022
1. Net Profit (Consolidated FS)	92.1 Million Baht	367.1 Million Baht
2. Number of Shares	500,000,000 shares	500,000,000 shares
3. Dividend per share	0.25 Baht	0.42 Baht
4. Total payment	125.0 Million Baht	210.0 Million Baht
5. Dividend Payout Ratio	135.7%	57.2%

However, the right to receive the dividend is subject to shareholders' approval at AGM

2. The Record date for the shareholders entitled to attend the 2024 TK AGM and for dividend payment will be March 14, 2024. The annual dividend is payable on May 15, 2024 (within one month after the AGM).

However, the right to receive the dividend is subject to shareholders' approval at AGM.

3. The AGM for 2024 will be held on April 25, 2024 at 2.00 PM. at Meeting Room, 5th floor SP Arcade, located on 69 Ramkamhaeng Road, Huamark, Bangkok, Bangkok 10240.

4. Approved the re-election of the Nomination and Remuneration Committee replacing those retired by rotation as follows:

The re-elected Nomination and Remuneration Committee is as follows:

1. Mr. Apichart Kasemkulsiri                      President of Nomination and Remuneration Committee
2. Mr. Nha-Kran Loahavilai                      Nomination and Remuneration Committee
3. Mr. Taweesak Charoensakyothin              Nomination and Remuneration Committee

The above re-elected committee will be effective on March 7, 2024 with the same scope and responsibilities.

## 5. Approve the change in Chief Accountant

Old Mrs. Wannatkamol Piemkhumdee Chief Accountant  
Effective Date of Termination: 31 March 2024

New Mrs. Ampa Kanjanarat Chief Accountant  
Effective Date of Appointment: 1 April 2024

## 6. The agenda for the AGM 2024 will be as follows;

Agenda 1: To certify Minutes of the AGM 2023 held on April 24, 2023.

Agenda 2: To acknowledge and approve the company's annual report and the board of director's report for overall performance of 2023.

Agenda 3: To certify and approve the company's balance sheets and profit and loss statement as of December 31, 2023.

Agenda 4: To consider and approve for the allocation of net profit and dividend payment for 2023 operational results at 0.25 Baht per share, totaling 500,000,000 shares representing a total distribution of 125.0 Million Baht.

Agenda 5: To consider and approve the appointment of directors replacing those retired by rotation.

The rotated directors are as follows:

- |                                  |   |
|----------------------------------|---|
| 1. Mr. Apichart Kasemkulsiri     | Independent Director/ President of Audit Committee/<br>President of Nomination and Remuneration Committee               |
| 2. Ms. Prathama Phornprapha      | Director/ Managing Director/ President of the<br>Executive Board  |
| 3. Mr. Prasit Sainonsee          | Director/ Executive Director/<br>Risk Management Committee  |
| 4. Mr. Taweesak Charoensakyothin | Director / Nomination and Remuneration Committee/<br>Executive Director / President of the Risk<br>Management Committee |

Approved to propose to AGM for shareholders' approval **Retiring directors by rotation who are being proposed to be re-elected are as follows:**

- |                                  |   |
|----------------------------------|---|
| 1. Mr. Apichart Kasemkulsiri     | Independent Director/ President of Audit Committee/<br>President of Nomination and Remuneration Committee               |
| 2. Ms. Prathama Phornprapha      | Director/ Managing Director/ President of the<br>Executive Board  |
| 3. Mr. Prasit Sainonsee          | Director/ Executive Director/<br>Risk Management Committee  |
| 4. Mr. Taweesak Charoensakyothin | Director / Nomination and Remuneration Committee/<br>Executive Director / President of the Risk<br>Management Committee |

**Therefore the members of the Board of Directors, are as follows:**

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|--------------------------------|---|
| 1. Dr. Chumpol Phornprapha     | Chairman  |
| 2. Mr. Apichart Kasemkulsiri   | Independent Director/ President of Audit Committee/<br>President of Nomination and Remuneration Committee |
| 3. Mrs. Saowanee Kamolbutr     | Independent Director/ Audit Committee   |
| 4. Mr. Kiattikhun Chartprasert | Independent Director/ Audit Committee   |
| 5. Mr. Nha-Kran Loahavilai     | Independent Director / Nomination and Remuneration<br>Committee   |
| 6. Ms. Prathama Phornprapha    | Director/ Managing Director/ President of the Executive<br>Board /Chief Financial Officer (CFO)           |
| 7. Mr. Prapol Phornprapha      | Director/ Deputy Managing Director/ Executive Director  |
| 8. Mr. Raksanit Phornprapha    | Director/ Executive Director  |

9. Mr. Satitphong Phornprapha Director
10. Mr. Taweesak Charoensakyothin Director / Nomination and Remuneration Committee/  
Executive Director / President of the Risk Management  
Committee / Corporate Secretary
11. Mr. Prasit Sainonsee Director/ Executive Director/ Risk Management Committee

- Agenda 6: To consider and approve the directors' remuneration for the year 2024.  
Approved to propose to AGM to determine the maximum amount of directors' Remuneration for the year 2024 to be 3,000,000 Baht.
- Agenda 7: To consider and approve the appointment of the auditors and to determine their remuneration for the year 2024.  
Approved the appointment of three auditors of M.R. & Associates Co., Ltd. to be the Company's auditors for 2024 as follows:
1. Ms. Kornthip Wanichwisedkul Auditor license no. 6947 or  
(Signer of the Company and its subsidiaries audited financial statement for 2023)
  2. Mr. Methee Ratanasrimetha Auditor license no. 3425 or  
(Signer of the Company and its subsidiaries audited financial statement for 2021-2022)
  3. Mr. Pisit Chiwaruangroch Auditor license no. 2803  
(Has not sign the Company audited financial statement)  
from M.R. & Associates Co., Ltd. Which were the Company current auditor to be Auditor of the Company and its subsidiaries with a proposed audit fee of 4,130,000 Baht for 2024.
- Agenda 8: To consider other issues (if any).

In addition, the Board of Directors' Meeting has authorized Ms. Prathama Phornprapha to do any acts and things in relation to the convening and holding of the Annual General Meeting of Shareholders for the year 2024, including to amend and/or add to the agenda of the shareholders' meeting, and/or change the timing or place of such meeting, as well as to change the record date in order to determine names of shareholders who have the rights to attend the shareholders' meeting and to receive the dividends.

Please be informed accordingly.

Yours Sincerely,



(Ms. Prathama Phornprapha)  
Director/ Managing Director