



Ref: No.SR-E2562/003

February 21, 2019

Subject Determination of the schedule of the 2019 Annual General Meeting of Shareholders (the “AGM 2019”) and dividend payment (**amend**)

To President  
The Stock Exchange of Thailand

Siamraj Public Company Limited (the “Company”) would like to inform the resolutions approved by the meeting of the Board of Directors No. 2/2019 held on February 21, 2019 at 2.00 p.m., as set out in the significant resolutions of the meeting as follows:

1. Approved to propose that the AGM 2019 consider and approve the financial statements and the comprehensive profit and loss statements of the Company for the fiscal year ended on December 31, 2018.
2. Approved to propose that the AGM 2019 consider and approve the allocation of the profits from the operating performance of the Company from the fiscal year ended on December 31, 2018 in the amount of Baht 3,326,941.89 so as to be reserved fund in accordance with the law and the dividend payment taking into account the operating performance of the Company for the fiscal year ended on December 31, 2018 at the rate of Baht 0.064 per share, aggregating to the total dividend payment of Baht 43,308,800.00 (Forty Three Million Three hundred eight thousand and eight hundred baht only) which is equivalent to 65.09 percent of the total profits pursuant to the financial statements of the particular business.

In this regard, it is resolved to fix the recording date for the name list of shareholders who are entitled to the declared dividends on March 12, 2019 (Record Date). On the purpose of the dividend payment, it is deemed appropriate to fix the date of dividend payment on May 24, 2019.

However, the dividend payment as proposed has been not yet fixed, the final decision of the dividend payment shall be variable to further consideration and approval of the shareholders’ meeting.

3. Approved to propose that the AGM 2019 consider and approve the appointment of the substitution for the directors who duly retire from their terms by rotation in the AGM 2019, as named on the following list:

Name	Position
1. Mr.Kiat Vimolchalao	Director
2. Mrs. Wacharee Atthakorn	Director
3. Mr. Bunprasit Tangchaisuk	Director/ Audit Committee/ Nomination and Remuneration Committee.



In this regard, the Nomination and Remuneration Committee considered the qualifications, knowledge, experiences, moral and ethics of such three retiring directors in various prospects, the

Nomination and Remuneration Committee determined that such three retiring directors are versatile, full of experience and expertise which will support the Company's business operation. In addition, such three directors are not forbidden and also meet the qualifications of directors required under the Public Company Limited Act B.E. 2535 (including its amendments) and the Securities and Stock Exchanges Act B.E. 2535 (including its amendments) including any related notifications.

Therefore, the Board of Directors deems appropriate to propose that the AGM 2019 re-appoint such three persons to be directors of the Company for another term.

4. Approved to propose that the AGM 2019 consider and approve the determination of the remuneration of the directors and the sub-committee for year 2019 as follows:

Position	Remuneration
<b><u>Attendance fee</u></b>	
(1) the director of the Company	Baht 7,500 per person/a meeting
(2) the member of the Audit Committee	Baht 7,500 per person/a meeting
(3) the member of the Nomination and Remuneration Committee	Baht 7,500 per person/a meeting
<b><u>Monthly Remuneration</u></b>	
(2) the Chairman of the Board of Directors	Baht 40,000 per person/month
(2) the Chairman of the Audit Committee	Baht 25,000 per person/month
(3) the member of the Audit Committee	Baht 20,000 per person/month
<b><u>Special remuneration for non-executive directors</u></b>	
0.8 Percent of annual net profits of 2019	
<b><u>Non-financial remuneration</u></b>	
Annual check-up and health insurance	

5. Approved to propose that the AGM 2019 consider and approve the appointment of the auditors from PricewaterhouseCoopers ABAS Ltd. to be an auditor of the Company for the fiscal year ended on December 31, 2019 in which any of the following auditors are designated to verify and opine on the Company's financial statement:

1. Sa-nga Chokenitisawat;

Certified Public Accountant (Thailand) No. 11251.



; and/or

2. Prasit Yuengsrikul; Certified Public Accountant (Thailand) No. 4174;  
and/or

3. Pongthavee Ratanakoses; Certified Public Accountant (Thailand) No. 7795

In the event that the aforementioned auditors are unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. shall designate any of its auditors to be the auditor of the Company.

The meeting of the Board of Directors also approved to propose that the AGM 2019 consider and approve the appointment of the auditors from PricewaterhouseCoopers ABAS Ltd. to be an auditor of a Subsidiaries. and the Company (the “Subsidiaries”) for the fiscal year ended on December 31, 2019.

In furtherance, it is resolved to approve to propose that the AGM 2019 consider and approve the determination of the auditor fee of the Company, the Subsidiaries for the fiscal year ended on December 31, 2019 not exceeding the following amounts of the audit fee:

Entity	Audit fee (Baht)
The Company	2,390,000.00
The Subsidiaries	1,540,000.00

6. Approved to fix the schedule of the AGM 2019 on April 25, 2019 at 1.30 p.m., at Bangkok International Trade and Exhibition Centre Room MR211-212 located at No. 88 Bangna Trad Road at km. 1, Bangna, Bangkok with the agenda items set out as follows:

- Agenda 1 Matters to be informed by the Chairman for acknowledgement
- Agenda 2 To consider and adopt the minutes of the 2018 Annual General Meeting of Shareholders;
- Agenda 3 To consider and acknowledge the operating performance of the Company for year 2018;
- Agenda 4 To consider and approve the financial statements and the income statements for the fiscal year ended on December 31, 2018;
- Agenda 5 To consider and approve the allocation of the profits from the operating performance of the Company for the fiscal year ended on December 31, 2018 to be a reserve fund in accordance with the law and the dividend payment for the operating performance of the Company for the fiscal year ended on December 31, 2018;
- Agenda 6 To consider and approve the election of the election of the substitutions for the directors who retire from their terms by rotation;
- Agenda 7 To consider and approve the determination of the remuneration of the directors of the Company and sub-committee for year 2019;



Agenda 8 To consider and approve the appointment of auditors and the determination of the auditor fee for year 2019;

Agenda 9 Other matters (if any)

7. Approved to fix the recording date for the name list of shareholders who are entitled to attend the AGM 2019 (Record Date) on March 12, 2019.

Please be informed accordingly.

Sincerely yours,

( Mrs. Wacharee Atthakorn )

Authorized to sign behalf of the Company