



Translation

Ref. SMPC 024/2024

February 14, 2024

Subject Notification of the Resolution of the Board of Director's Meeting No.1/2024

To Director and Manager
The Stock Exchange of Thailand

The Board of Director's Meeting of Sahamitr Pressure Container Public Company Limited ("The Company") No.1/2024 held on February 14, 2024, passed on the following resolutions:

1. Agreed that the Company's audited financial statements for the year ended December 31, 2023 is prepared in accordance with Thai Financial Reporting Standards and will propose for shareholders' approval in the 2024 Annual General Meeting of Shareholders.
2. Approved to propose the 2024 Annual General Meeting of Shareholders to approve the allocation of the Company's net profit for the year 2023 as a cash dividend of Baht 0.42 per share, in which the interim cash dividend payment for the first half of the fiscal year 2023 (January 1 – June 30, 2023) had been paid amounting of Baht 0.21 per share with a par value of Baht 1.00 on September 8, 2023. The remaining cash dividend for the second half of fiscal year 2023 (July 1 – December 31, 2023) of Baht 0.21 per share with a par value of Baht 1.00, totaling not exceeding Baht 112,456,330

Provided that dividend shall be subject to withholding tax at the rate 20% required by laws.

The record date for the names of shareholders who have rights to receive dividends is scheduled to be on April 5, 2024. The cash dividend payment shall be made on April 26, 2024, subject to the 2024 Annual General Meeting of Shareholders' approval

3. The Board, excluded whom retired by rotation in 2024 Annual General Meeting of Shareholders approved the re-election of 3 existing directors who retired by rotation to resume their directorship for another term. The name of 3 proposed directors are as follows:

Name	Type of Director	Years as a director	Meeting Attendance for All Boards in 2023
1. Mr. Vinai Vittavasarnvej	Chairman and Independent Director	12 years	100%
2. Assoc. Prof. Dr. Jade Donavanik	Independent Director	9 years	100%
3. Mrs. Supha Phromsaka Na Sakolnakorn	Director	23 years	100%

Therefore, the name of 9 directors as shown below;

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| 1. Mr. Vinai Vittavasarnvej | Chairman and Independent Director |
| 2. Mr. Surasak Urpsirisuk | Director and Chairman of the Executive Board |
| 3 Mrs. Patama Laowong | Director and Deputy Chairman |
| 4. Mrs. Supha Phromsaka Na Sakolnakorn | Director |
| 5. Mr. Taidee Visavaveja | Director |
| 6. Mr. Thamik Ekahitanond | Director |
| 7. Mr. Tanadit Charoenchan | Independent Director |
| 8. Mrs. Werawan Boonkwan | Independent Director |
| 9. Associate Professor Dr.Jade Donavanik | Independent Director |

4. Approved to propose the 2024 Annual General Meeting of Shareholders to approve the Director remuneration of year 2024 for 9 persons with the total amount of not exceeding Baht 6 Million per annum which is the same rate as prior year (same rate since 2017). The details of remunerations are as follow;

Position	Remuneration (Baht/person/month)	Meeting Allowance (Baht/Person/time)
1. The Board of Directors		
Chairman	60,000	10,000
Chairman of the Executive Board	60,000	10,000
Executive Directors	40,000	10,000
Directors	10,000	10,000
2. Audit Committee		
Chairman	30,000	10,000
Directors	25,000	10,000
3. Other Committees (Nomination Committee, Remuneration Committee,		

Position	Remuneration (Baht/person/month)	Meeting Allowance (Baht/Person/time)
Corporate Governance and Sustainability Committee and Risk Management Committee)		
Chairman/Non-Executive Directors	-	10,000

For committee member who is management or member of Executive Board will not receive meeting allowance.

In addition to monthly remuneration and meeting allowance, directors are secured by Directors and Officers Liability Insurance with the limit of liability up to Baht 100 millions

5. Approved to propose the 2024 Annual General Meeting of Shareholders to appoint Mr. Paisan Boonsirisukapong Auditor license No. 5216 or Ms. Luxsamee Deetrakulwattanapol Auditor license No. 9056 or Ms. Kesanee Srathongphool Auditor license No. 9262 or Miss Saranya Akharamahaphanit Auditor license No. 9919 of Grant Thornton Limited as the auditor of the Company for the year 2024 with the annual remuneration (excluding other expenses), not exceeding Baht 1,490,000 per annum which increased from prior year (2023) by Baht 65,000 or 4.6%.

6. Approved to propose the 2024 Annual General Meeting of Shareholders to approve the amendment of the Company's Articles of Association, Sections 32, 42, and 47 to align with the Public Limited Companies Act (No. 4) B.E. 2565 (2022), Section 3, whereby the current provisions will be amended and adding the underlined text as a new provisions. The details are as follows:

Sections of Articles of Association	Current Articles of Association	Proposed Amendment
32	In assembling the shareholders' meeting, the Board of Directors shall issue an invitation specifying the location, date, time, and agenda of the meeting and matters to be presented at the meeting with appropriate details, clearly specifying whether they are for the purpose of informing, approval, or consideration, depending on each case. In addition, the opinions of the Board of Directors on said matters must be delivered to the shareholders and the registrar no	In assembling the shareholders' meeting, the Board of Directors shall issue an invitation specifying the location, date, time, and agenda of the meeting and matters to be presented at the meeting with appropriate details, clearly specifying whether they are for the purpose of informing, approval, or consideration, depending on each case. In addition, the opinions of the Board of Directors on said matters must be delivered to the shareholders and the registrar no

	<p>less than seven days prior to the meeting date so as to advertise the notice of the meeting in a newspaper for three consecutive days, no less than three days before the meeting.</p>	<p>less than seven days prior to the meeting date so as to advertise the notice of the meeting in a newspaper <u>or electronic medias as an alternative to advertising, following the registrar's criteria</u> for three consecutive days, no less than three days before the meeting.</p>
42	<p>Dividends other than profits must not be paid and the company must allocate part of the annual net profit as a reserve fund not less than the rate required by law. The remaining profits may be allocated as additional reserves as deemed appropriate by the Board of Directors and need not require approval from the shareholders' meeting.</p> <p>The Board of Directors may from time to time pay interim dividends to shareholders if the Company has sufficient profit to do. When the interim dividend has been paid, it shall be reported to the next meeting of shareholders for acknowledgment.</p> <p>The paying of interim dividends shall be made within the period specified by law from the date determined at the shareholders' meeting or by the Board of Directors on a case-by-case basis. In addition, the paying of dividends shall be notified to shareholders in a formal notice and also advertised in the newspaper.</p>	<p>Dividends other than profits must not be paid and the company must allocate part of the annual net profit as a reserve fund not less than the rate required by law. The remaining profits may be allocated as additional reserves as deemed appropriate by the Board of Directors and need not require approval from the shareholders' meeting.</p> <p>The Board of Directors may from time to time pay interim dividends to shareholders if the Company has sufficient profit to do. When the interim dividend has been paid, it shall be reported to the next meeting of shareholders for acknowledgment.</p> <p>The paying of interim dividends shall be made within the period specified by law from the date determined at the shareholders' meeting or by the Board of Directors on a case-by-case basis. In addition, the paying of dividends shall be notified to shareholders in a formal notice and also advertised in the newspaper <u>or electronic medias as an alternative to advertising, following the registrar's criteria.</u></p>
47	<p>The Company must deliver annual reports with a copy of the profit and loss balance sheet that the auditor has audited and that has been approved at the shareholders' meeting and a copy of the shareholders' meeting minutes relating to the approval of the balance sheet,</p>	<p>The Company must deliver annual reports with a copy of the profit and loss balance sheet that the auditor has audited and that has been approved at the shareholders' meeting and a copy of the shareholders' meeting minutes relating to the approval of the balance sheet,</p>

	<p>profit allocation, and the paying of dividends. The authorized person shall sign on behalf of the company to certify that the documents are correct to the registrar. With regard to the balance sheet, the Company must advertise to the public in the newspaper for at least one day, within one month from the date of approval at the shareholders' meeting.</p>	<p>profit allocation, and the paying of dividends. The authorized person shall sign on behalf of the company to certify that the documents are correct to the registrar. With regard to the balance sheet, the Company must advertise to the public in the newspaper <u>or electronic medias as an alternative to advertising, following the registrar's criteria</u> for at least one day, within one month from the date of approval at the shareholders' meeting.</p>
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7. Approved to convene the 2024 Annual General Meeting of Shareholders on March 29, 2024 at 10.00 hours, via electronic media (E-AGM) only at Sahamitr Pressure Container Public Company Limited. (Head Office) 92 Soi Thientalay 7 (4th Intersection), Bangkhuntien-Chaitalay Road, Samaedam, Bangkhuntien, Bangkok 10150 to consider the following agenda:

1. Issues to be informed from Chairman
2. To certify the minutes of 2023 Annual General Meeting of Shareholders, held on March 31, 2023
3. The Board of Directors report on the Company's performance of 2023
4. To approve the Company's Audited Financial Statements for the year ended December 31, 2023
5. To consider and approve the Dividend Payment from the net profit of 2023
6. To elect directors to replace the existing directors who retired by rotation
7. To consider and approve the director remunerations for the year 2024
8. To appoint the auditors and approve the remuneration for the year 2024
9. To approve the amendment of the Company's Articles of Association
10. Other agendas (if any).

The Record Date to determine list of the shareholders who are entitled to attend the meeting will be on February 28, 2024.

Please be informed accordingly

Yours faithfully,

Mr. Surasak Urpsirisuk

Chairman of the Executive Board and Managing Director